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Serena Peregood
National Redemption Services, Inc.
37 North Orange Avenue # 500
Orlando, Florida 32801

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*****70.00 *****70.00

September 26, 2002

Division of Corporations
Secretary of State
The Capitol
Tallahassee, Florida 32304

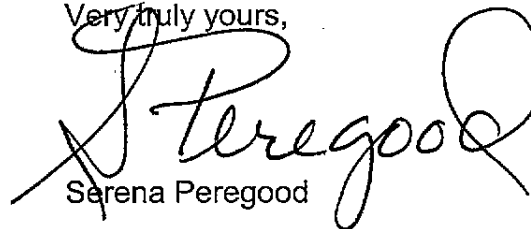
RE: Articles of Incorporation - National Redemption Services, Inc.

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation and one copy of the same for the above referenced corporation. I have also enclosed my check in the amount of \$70.00 representing the filing fees associated with the filing of this corporation. I would appreciate you forwarding the copy of the filing to me at your earliest convenience. If you have any questions regarding this matter, please feel free to contact me.

Thanking you in advance for your cooperation in this matter, I am

Very truly yours,


Serena Peregood

/kj

enclosures

FILED
02 SEP 30 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

bm 10/3

**ARTICLES OF INCORPORATION
OF
NATIONAL REDEMPTION SERVICES, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I.
CORPORATE NAME**

The name of this corporation shall be:

NATIONAL REDEMPTION SERVICES, INC.

FILED
02 SEP 30 11:10:39
CLERK OF COURT
TALLAHASSEE, FLORIDA

**ARTICLE II.
NATURE OF BUSINESS**

The general nature of the business of this corporation will be to transact any or all lawful businesses for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE III.
CAPITAL STOCK**

The total number of shares of capital stock which may be issued by this corporation is One Hundred (100) shares without nominal or par value, all of which shall be common stock and shall be fully paid and nonassessable. All such stock shall be payable in cash, property, labor, or services at a just valuable to be fixed by the Stockholders at a meeting called for that purpose.

ARTICLE IV.
AMOUNT OF CAPITAL STOCK WITH WHICH TO BEGIN
BUSINESS.

The amount of capital with which this corporation shall begin business is Five Hundred (\$500.00) Dollars.

ARTICLE V.
INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of said corporation and the address at which service of process upon said corporation within this State shall be made is **NATIONAL REDEMPTION SERVICES, INC., 37 N. Orange Avenue, #500, Orlando, Florida 32801**, with the privilege, however, of having branch offices or places of business at any other place or places within or without the state of Florida, or in foreign countries. **SERENA PEREGOOD** is hereby designated as the Registered Agent of the corporation, with address as aforesaid.

ARTICLE VI.
MANAGEMENT

Pursuant to Section 607.0801/02/10 or 30, Florida Statutes, the business of the corporation shall be managed by the Stockholders rather than a Board of Directors.

ARTICLE VII.
CORPORATE EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VIII.
INITIAL OFFICERS

The names and post office addresses of the first officers, who, subject to the provisions of this certificate, the By-Laws of this corporation and the statutes made and provided, shall hold office for the first year of the corporation's existence or until their successors are elected and qualified, are as follows:

OFFICE	NAME	ADDRESS
PRESIDENT	SERENA PEREGOOD	<u>37 N. Orange Avenue, #500,</u> <u>Orlando, Florida 32801,</u>
VICE-PRESIDENT	SERENA PEREGOOD	<u>37 N. Orange Avenue, #500,</u> <u>Orlando, Florida 32801,</u>
SECRETARY	SERENA PEREGOOD	<u>37 N. Orange Avenue, #500,</u> <u>Orlando, Florida 32801,</u>
TREASURER	SERENA PEREGOOD	<u>37 N. Orange Avenue, #500,</u> <u>Orlando, Florida 32801,</u>

ARTICLE IX.
SUBSCRIBERS

The name and post office address of the subscriber, and the number of shares he agrees to take, is as follows:

NUMBER OF SHARES	NAME	ADDRESS
100	SERENA PEREGOOD	37 N. Orange Avenue, #500, Orlando, Florida 32801

ARTICLE X. **AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by the By-Laws.

ARTICLE XI. **ADDITIONAL POWERS**

In addition to the powers hereinabove enumerated, the corporation shall have all of the general and additional powers set forth in the Florida General Corporation Act, without limitation; the expressed powers herein set forth shall not be deemed a limitation or denial of any general or additional powers.

ARTICLE XII. **TAX SAVING ELECTION AND LOSS TREATMENT**

The Stockholders of this corporation may elect to be treated as a small business corporation under Section 1372, Internal Revenue Code, and report on their personal income tax returns dividends paid to them from the corporation's income, whether it be income payable as dividends or liquidation distribution. the stockholders may additionally elect to adopt a resolution permitting tax loss treatment under Section 1244 of the Internal Revenue Code.

ARTICLE XIII. **LIABILITY**

The private property of the Stockholders shall not be subject to payment of corporate debts to any extent whatsoever.

IN WITNESS WHEREOF, I have subscribed my name this _____ day of _____, 2002


SERENA PEREGOOD

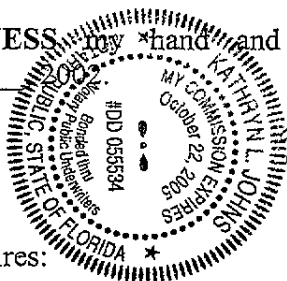
STATE OF FLORIDA)
) ss:
COUNTY OF ORANGE)

I HEREBY CERTIFY that this day, in the above named state and county, before me, an officer duly authorized and acting, personally appeared

SERENA PEREGOOD: to me _____ well known and known to me to be the individual described herein or _____ who has produced the following identification, to wit: FLDL# _____,

and who executed the foregoing Articles of Incorporation, and acknowledged then and there before me that they executed said instrument for the purposes therein stated.

WITNESS my hand and official seal, this the 20 day of September, 2002




NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation,
at place designated in these Articles, I hereby agree to act in this capacity, and further agree to
comply with the provision of said Act relative to keeping open said office.


SERENA PEREGOOD

as Registered Agent

9-20-02

Date

FILED

02 SEP 30 AM 10:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA