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To: Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 379-7907
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FLORIDA DEPARTMENT OF STATE
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FLORIDA PROFIT CORPORATION OR P.A.

428 N. HALIFAX CORP.

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FROM : JOSEPH K. BRICK

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DEPT. OF REVENUE
TALLAHASSEE FLORIDA

Articles Of Incorporation

Of

428 N. HALIFAX CORP.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is 428 N. HALIFAX CORP.

SECOND: The period of its duration is perpetual.

THIRD: The date of the commencement of the corporate existence shall be November 7, 2002.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FLORIDA INCORPORATORS, INC.
1221 BRICKELL AVE, STE. 900
MIAMI, FL 33131
(305) 379-7907

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FROM : JOSEPH K. BRICK

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Nov. 06 2002 05:59PM P2

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FIFTH: The aggregate number of shares which the corporation shall have authority to issue is THREE HUNDRED (300) SHARES of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is ONE (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and qualified is:

Joseph K. Brick
1420 N. Atlantic Ave #1704
DAYTONA BEACH, FL 32118

SEVENTH: The name and address of the incorporator is:

Joseph K. Brick
1420 N. Atlantic Ave #1704
DAYTONA BEACH, FL 32118

EIGHTH: The name and address of the initial registered agent and the initial registered office is:

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FROM : JOSEPH K. BRICK

PHONE NO. : 904 238-3041

Nov. 06 2002 05:59PM P3

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Florida Incorporators, Inc.
8875 Hidden River Parkway, Suite 300
Tampa, FL 33637-2087

NINTH: The mailing address and principal office of
the corporation is:

428 N. HALIFAX CORP.
518 N. HALIFAX AVE.
DAYTONA BEACH, FL 32118

DATED: November 6, 2002

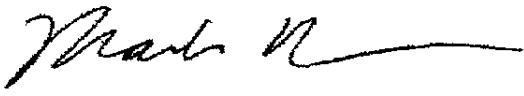


Joseph K. Brick
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and
responsibilities as registered agent of the corporation.

FLORIDA INCORPORATORS, INC.


By: _____
MARK HANKINS, President

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