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SEAL STATE
TALLAHASSEE, FLORIDA

UWE MELZER



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Uwe Melzer P.O. Box 100872 Cape Coral FL 33910

Division of Corporations

P.O. Box 6327
Tallahassee, FL 32314

November 11, 2002

PPC Invest, Inc.

To Whom It May Concern:

Attached you find a check with \$ 78.75 for the filing fees together with the corporate resolutions for a new formed company.

Whenever there are any questions, please do not hesitate to contact me at any time.

Sincerely,


Uwe Melzer

ARTICLES OF INCORPORATION

FOR
PPC Invest, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be PPC Invest Inc. and the corporate principal address shall be 5366 Congo Court, Cape Coral Fl. 33904

ARTICLE II NATURE OF BUSINESS

The purpose of this corporation is to transact all lawful business.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock which the corporation is authorized to issue is 999 shares. These shares shall be of a single class of common stock, and shall have a par value of \$ 1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be:

5366 Congo Court
Cape Coral, Florida 33904

And the name of the initial Registered Agent for the corporation at that address is:

Uwe K. Melzer

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and the other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

The number of initial directors is One (1) and the name and address of the director is:

Uwe K. Melzer

5366 Congo Ct.
Cape Coral, Florida 33904

ARTICLE IX

Resolutions of the Shareholders require a majority of >80.0% of the shares to be effective. Payments greater \$200.-to third parties require a resolution of the shareholders, no resolution is required for payments to the shareholders.

INCORPORATOR

The name and address of the incorporator is: _____

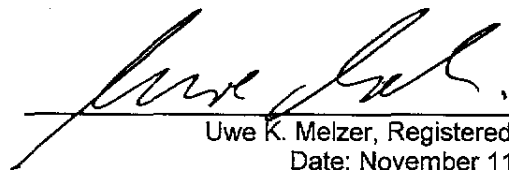
Uwe K. Melzer
5366 Congo Ct.
Cape Coral, Florida 33904

IN WITNESS WHEREOF the undersigned has hereunto set his hand and seal on this 11th day of November 2002.

Incorporator: 
Uwe K. Melzer

**ACCEPTANCE BY DESIGNATION REGISTERED
AGENT / REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent to accept the service of process for PPC Invest Inc. at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, I am familiar with and accept the obligations of my position as registered agent.



Uwe K. Melzer, Registered Agent
Date: November 11, 2002

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TALLAHASSEE, FLORIDA