

**Electronic Articles of Incorporation
For**

**P03000011523
FILED
January 30, 2003
Sec. Of State**

THE UPSCALE INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

THE UPSCALE INC.

Article II

The principal place of business address:

603 E. CALL ST.
951
TALLAHASSEE, FL. US 32301

The mailing address of the corporation is:

6740 ROTH DRIVE WEST
JACKSONVILLE, FL. US 32209

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

DIONTE' L HALL
603 E. CALL ST
951
TALLAHASSEE, FL. 32301

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DIONTE' LAMAR HALL

Article VI

The name and address of the incorporator is:

DIONTE' L. HALL
6740 ROTH DRIVE WEST
JACKSONVILLE, FL 32209

Incorporator Signature: DIONTE' L. HALL

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DIONTE' L HALL
6740 ROTH DRIVE WEST
JACKSONVILLE, FL. 32209 US

Article VIII

The effective date for this corporation shall be:

01/30/2003