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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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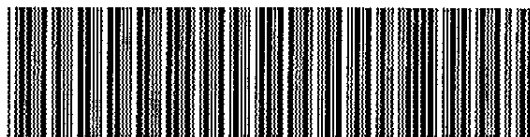
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RUDEN  
McCLOSKEY  
SMITH  
SCHUSTER &  
RUSSELL, P.A.  
ATTORNEYS AT LAW**

145 NW CENTRAL PARK PLAZA  
SUITE 200  
PORT ST. LUCIE, FLORIDA 34986

(772) 873-5900  
FAX: (772) 340-0804  
PADRICK.PINKNEY@RUDEN.COM

February 4, 2003

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

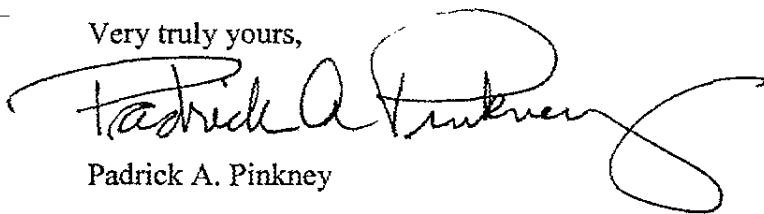
Re: Innovagents, Inc.

Dear Ladies and Gentlemen:

Please find enclosed the Articles of Incorporation for the above referenced corporation and a check in the amount of \$78.75. Please file the articles.

Thank you in advance for your attention to this matter and if you have any questions, please do not hesitate to let me know. I am

Very truly yours,



Padrick A. Pinkney

PAP/cl

Enclosure

**ARTICLES OF INCORPORATION  
OF  
INNOVAGENTS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural persons, acting as Incorporators for the purpose of forming a corporation for profit under the provisions of Section 607, Florida Business Corporation Act, of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

***I***

***Name of Corporation, Principal Office and Mailing Address***

The name of this Corporation shall be INNOVAGENTS, INC. The principal office of this Corporation shall be 10137 Spyglass Lane, Port St. Lucie, Florida 34986. The mailing address of this Corporation shall be the same.

***II***

***Purposes***

The general nature and purposes of business to be transacted, promoted and carried on by the Corporation are as follows:

The Corporation may transact any and all lawful business for which corporations may be incorporated under Florida General Corporation Act.

To do everything necessary, proper, or convenient for the accomplishment of any of the purposes set forth in these Articles, and to do every other act incidental to the corporate purposes which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

***III***

***Shares***

A. The Corporation is authorized to issue one class of stock as follows:

Common Shares. The maximum number of voting shares this Corporation is authorized to issue is 1,000, par value \$0.01 per share, all of which shall be common shares, all common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share in all matters on which shareholders have the right to

vote.

B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

***IV***  
***Duration***

The Corporation shall have perpetual existence.

***V***  
***Registered Agent***

The address of this Corporation's initial registered office is INNOVAGENTS, INC. and the name of its initial Registered Agent at said address is Linda Rubrecht.

***VI***  
***Incorporator***

The name and address of the Incorporator is as follows:

Robin K. Rubrecht  
10137 Spyglass Lane  
Port St. Lucie, Florida 34986

***VII***  
***Board of Directors***

The Corporation shall have a Board of Directors consisting of a minimum of one (1) person and a maximum of seven (7). The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders. The names and addresses of the initial Directors of this Corporation are:

Robin K. Rubrecht  
10137 Spyglass Lane  
Port St. Lucie, Florida 34986

Linda B. Rubrecht  
10137 Spyglass Lane  
Port St. Lucie, Florida 34986

## **VIII**

### ***Informal Shareholder Action***

Any action of the Shareholders may be taken without a meeting, if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

## **IX**

### ***Informal Director Action***

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

## **X**

### ***Indemnification***

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## **XI**

### ***Bylaws***

The Bylaws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded, at a duly called regular or special meeting of the Board, by an affirmative vote of a majority of all the Board members present in person or by proxy.

*In Witness Whereof*, the undersigned Incorporators have executed these Articles of Incorporation this 3<sup>rd</sup> day of January 2003

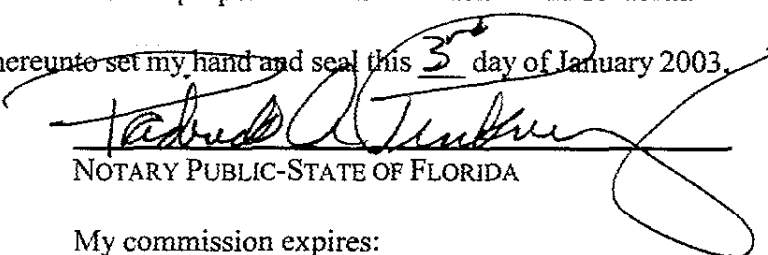
By: \_\_\_\_\_

ROBIN K. RUBRECHT

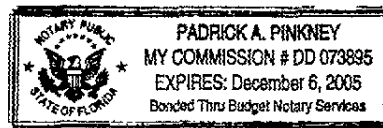
State of Florida  
County of St. Lucie

The Foregoing Instrument as acknowledged before me this 3<sup>rd</sup> day of January 2003 by ROBIN K. RUBRECHT after producing Florida Driver's License is known to be the person who executed the foregoing Articles of Incorporation, as the Incorporator, who acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and seal this 3<sup>rd</sup> day of January 2003.

  
NOTARY PUBLIC-STATE OF FLORIDA

My commission expires:



CERTIFICATE DESIGNATING PLACES OF BUSINESS  
OR DOMICILE FOR THE SERVICES OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That INNOVAGENTS, INC., a Corporation for Profit, has named LINDA B. RUBRECHT, as its agent to accept service of process within this state. Having been named to accept service of process for the above Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
LINDA B. RUBRECHT

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TALLAHASSEE, FLORIDA