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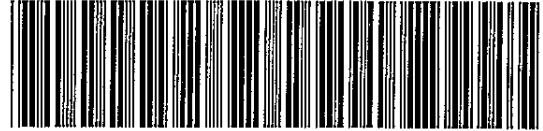
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03 MAR 13 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓

in 2/18

February 21, 2003

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

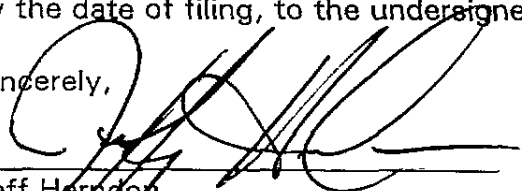
Re: CORE BENEFIT SOLUTIONS, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Core Benefit Solutions, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Jeff Herndon
2101 Avenue B, Bradenton Beach, FL
34217

ARTICLES OF INCORPORATION
OF
CORE BENEFIT SOLUTIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be Core Benefit Solutions, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 2101 Avenue B, Bradenton Beach, FL 34217.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock with no par value.

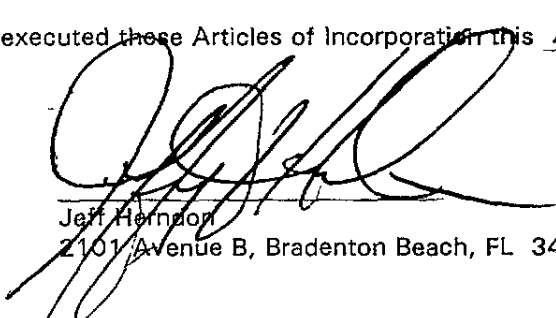
ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Karen Herndon, 2101 Avenue B, Bradenton Beach, Florida 34217.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:
Jeff Herndon, 2101 Avenue B, Bradenton Beach, FL 34217.

The undersigned incorporator has executed these Articles of Incorporation this 28th day
of FEBRUARY, 2003.


Jeff Herndon
2101 Avenue B, Bradenton Beach, FL 34217

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Core Benefit Solutions, Inc.
2. The name of the registered agent and office is:

Karen Herndon
2101 Avenue B, Bradenton Beach, Florida 34217

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Karen Herndon
DATE 2/28/03

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TALLAHASSEE, FLORIDA