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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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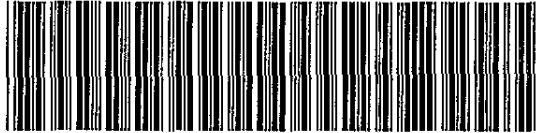
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DEPT. OF REVENUE
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TALLAHASSEE, FLORIDA
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HUEY, GUILDAY, TUCKER, SCHWARTZ & WILLIAMS, P. A.

ATTORNEYS AND COUNSELORS AT LAW

P.O. BOX 12500

TALLAHASSEE, FLORIDA 32317-2500

www.hueylaw.com

TEL: (850) 224-7091

FAX: (850) 222-2593

GOVERNMENT PRACTICE GROUP OFFICE:

215 SOUTH MONROE STREET

SUITE 110

TALLAHASSEE, FLORIDA 32301

MAIN OFFICE:
1983 CENTRE POINTE BOULEVARD
SUITE 200
TALLAHASSEE, FLORIDA 32308

May 29, 2003
VIA HAND DELIVERY

Secretary of State
Division of Corporations
East Gaines Street
Tallahassee, Florida

Re: Timewise Plus, Inc.

Dear Sir or Madam:

I have enclosed the Articles of Incorporation for Timewise Plus, Inc. and a check for \$70. Please give me a call when the acknowledgment of incorporation is ready and I will have a runner pick it up.

Thank you.

Sincerely,

HUEY, GUILDAY, TUCKER,
SCHWARTZ & WILLIAMS, P.A.



Chris Gibson, Secretary to
Geoffrey B. Schwartz

/cg
Enclosures

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 MAY 29 PM 1:48

**ARTICLES OF INCORPORATION
OF
TIMEWISE PLUS, INC.**

ARTICLE I - NAME

The name of this corporation is TIMEWISE PLUS, INC. and the address is 102 North Tyndall Parkway, Panama City, Florida 32404-6451.

ARTICLE II - TERM OF EXISTENCE

This existence of this corporation shall exist perpetually.

ARTICLE III - NATURE OF BUSINESS

This corporation may engage or transact in any or all activities or businesses permitted in the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation shall have the authority to issue One Thousand Five Hundred (1,500) shares, all of one class, having a One Dollar (\$1.00) par value.

ARTICLE V - DENIAL OF PREEMPTIVE RIGHTS

No shareholder shall have the preemptive right to purchase any new stock of this corporation.

ARTICLE VI - DENIAL OF ACCUMULATIVE VOTING

No shareholder shall have the right to accumulate his or her votes at any election for the Board of Directors nor any other matter of this corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 102 North Tyndall Parkway, Panama City, Florida 32404-6451. The street address of the Registered Agent of this

corporation is 102 North Tyndall Parkway, Panama City, Florida 32404-6451 and the name of the Registered Agent is Zulfiqar Ali.

ARTICLE VIII - BOARD OF DIRECTORS

The corporation shall have between one (1) and five (5) Directors. The initial Board of Directors shall have one (1) Director. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director of this corporation is as follows:

Zulfiqar Ali
102 North Tyndall Parkway
Panama City, Florida 32404-6451

ARTICLE IX - INCORPORATOR

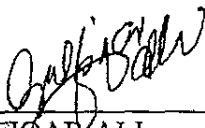
The name and address of the person signing these Articles is as follows:

Zulfiqar Ali
102 North Tyndall Parkway
Panama City, Florida 32404-6451

ARTICLE X - LIMITATIONS ON AMENDMENT

These Articles of Incorporated may be amended only by the vote or written consent of the holder of seventy-five percent (75%) of the outstanding shares entitled to vote.

IN WITNESS WHEREOF, the undersigned set his hand and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 27th day of May 2003.



ZULFIQAR ALI

STATE OF FLORIDA

COUNTY OF LEON

The foregoing instrument was acknowledged before me this 27th day of May 2003 by Zulfiqar Ali.

Chris Gibson

(signature of notary)

CHRIS GIBSON

(typed, printed or stamped name)

Notary Public

Commission No.:

My Commission Expires:

Personally Known _____ OR Produced Identification _____
Type of Identification Produced Calif DL



Chris Gibson
MY COMMISSION # DD134855 EXPIRES
October 20, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AND RESIDENT AGENT

I, Zulfiqar Ali, hereby accept the position of Registered Agent for TIMEWISE PLUS, INC..

Zulfiqar Ali

ZULFIQAR ALI

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