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001/004

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : DELOACH & HOFSTRA, P.A.
Account Number : I19990000123
Phone : (727) 397-5571
Fax Number : (727) 393-5418

FILED
2003 JUL -9 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Total Resource Solutions, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
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07/09/2003 WED 08:53 FAX
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002/004

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TOTAL RESOURCE SOLUTIONS, INC.

The undersigned, acting as incorporator to these Articles of Incorporation, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I
NAME AND ADDRESS

The name of the corporation is: TOTAL RESOURCE SOLUTIONS, INC. The physical address of the corporation is 13030 Gulf Boulevard, Madeira Beach, Florida 33708. The mailing address of the corporation is 13030 Gulf Boulevard, Madeira Beach, Florida 33708.

ARTICLE II
NATURE OF BUSINESS

The purpose of this corporation is to engage in any activities or businesses permitted under the laws of the United States and the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The corporation is authorized to issue seven thousand five hundred (7,500) shares, all of one class, at a par value of One Dollar (\$1.00) per share.

ARTICLE IV
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation in the State of Florida is 8640 Seminole Boulevard, Seminole, Florida 33772.

The initial registered agent of this corporation is Peter T. Hofstra.

PREPARED BY: PETER T. HOFSTRA, ESQ.
8640 SEMINOLE BOULEVARD, SEMINOLE, FL 33772
(727) 397-5571

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ARTICLE VI
DIRECTORS

The corporation shall have one (1) directors initially. The number of directors may be increased or diminished from time to time, by amendment to the By-Laws, but shall never be less than one (1).

ARTICLE VII
INITIAL DIRECTOR

The names and street addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
STEPHEN T. VINCELLI	3531 Green Glenn Circle Palm Harbor, FL 34684
DORREEN MOORE	13030 Gulf Boulevard Madeira Beach, FL 33708
JOSEPH JORGENSEN	13030 Gulf Boulevard Madeira Beach, FL 33708

ARTICLE VIII
INCORPORATORS

The name and street address of the incorporator of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
PETER T. HOFSTRA	8640 Seminole Blvd. Seminole, Florida 33772

ARTICLE IX
INDEMNIFICATION

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

ARTICLE X
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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ARTICLE XI
DATE OF INCEPTION

The date the corporate existence shall begin is as of the date of filing and acceptance of these Articles by the Secretary of State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 9th day of July, 2003.



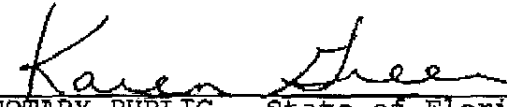
PETER T. HOFSTRA (SEAL)

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 9 day of July, 2003, by PETER T. HOFSTRA. He is personally known to me or has produced _____ as identification.



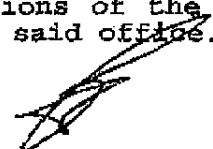
Karen Green
MY COMMISSION # DD133163 EXPIRES
June 30, 2005
BONDED THROUGH TROY FAIN INSURANCE INC.



NOTARY PUBLIC - State of Florida
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office.



Registered Agent

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