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FLORIDA PROFIT CORPORATION OR P.A.

Shephard Partnerships International, Inc.

D. WHITE JUL 22 2003

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ARTICLES OF INCORPORATION
OF

SHEPHARD PARTNERSHIPS INTERNATIONAL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 621 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SHEPHARD PARTNERSHIPS INTERNATIONAL, INC.

The address of the principal office of this corporation shall be 5901 Seaside Drive, New Port Richey, FL 34652, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Waller, Mitchell & Barnett, Attorneys At Law, and the name of the initial registered agent of the corporation at that address is 5332 Main Street, New Port Richey, FL 34652.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in this Articles of Incorporation. This corporation shall have (THREE) 3 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Jonathan S. Shephard	5901 Seaside Drive New Port Richey, FL 34652
Monica Rejstrom	5901 Seaside Drive New Port Richey, FL 34652
Daniel Westerholm	5901 Seaside Drive New Port Richey, FL 34652

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

<u>Name and Address</u>	<u>Office</u>
Jon S. Shephard 5901 Seaside Drive New Port Richey, FL 34652	President, Secretary, Treasurer

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

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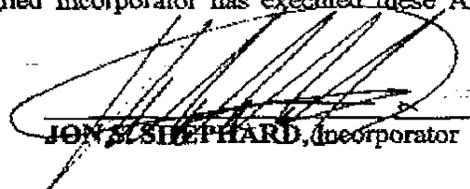
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ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation: **SECRETARY OF STATE
Tallahassee FLORIDA**

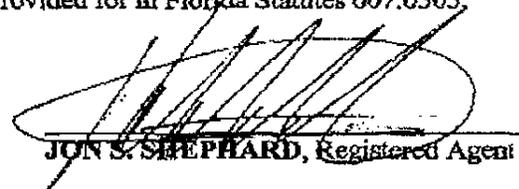
5901 Seaside Drive
New Port Richey, FL 34652

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 21 day of July, 2003.


JON S. SHEPHARD, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

I, JON S. SHEPHARD, having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in the foregoing Articles, hereby accept such appointment and acknowledged that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505.


JON S. SHEPHARD, Registered Agent

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