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SECRETARY OF STATE

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JAMES R. STEARNS, P.A.

ATTORNEY AT LAW

1370 Pinehurst Rd.
Dunedin, Florida 34698
(727) 736-2900 • Fax (727) 733-8531
jrslaw@tampabay.rr.com

September 11, 2003

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Volition, Inc.

Dear Sir/Madam:

Enclosed for filing please find the originals and one copy of the Articles of Incorporation for the above-referenced corporation. Please return a certified copy of the filed Articles to my office in the enclosed self-addressed stamped envelope. I have enclosed my firm's check in the amount of \$78.75; \$70.00for the filing fee and \$8.75 for the certified copy of the filed Articles.

If anything further is needed, or should you have any questions, please do not hesitate to contact my office.

James R. Stearns

JRS/jk Enclosures

Singe

cc: James Patrick Donoghue

ARTICLES OF INCORPORATION

OF

VOLITION, INC.



The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be VOLITION, INC.

ARTICLE II LOCATION

The location of this corporation shall be:

533 Main Street, Dunedin, FL 34698

ARTICLE III NATURE OF BUSINESS

The corporation may engage or 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 IV 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 a par value of \$1.00 per share.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1370 Pinehurst Road, Dunedin, Florida 34698, and the name of the initial registered agent of this corporation at that address is James R. Stearns, Esquire.

ARTICLE VI TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII DIRECTORS

The corporation shall have one (1) director initially. The name and street address of the initial member of the Board of Directors is:

James Patrick Donoghue 533 Main Street Dunedin, FL 34698

ARTICLE VIII 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:

President:

James Patrick Donoghue

533 Main Street Dunedin, FL 34698

Secretary:

Kevin J. Donoghue 533 Main Street Dunedin, FL 34698

ARTICLE IX SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

Name Address No. of Shares

James Patrick Donoghue 533 Main Street 1,000

Dunedin, FL 34698

ARTICLE X PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at that election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of shares, or by distributing those votes on the same principle among any number of candidates.

ARTICLE XII AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 29 day of August, 2003.

SPATRICK DONOGHUE

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this day of August, 2003, by JAMES PATRICK DONOGHUE, who is personally known to me or who has produced personally known as identification and who did take an oath, and acknowledged to and before me that he has executed the foregoing instrument for the purposes therein expressed.

NOTARY PUBLIC:

JOSEPH D. THORNTON, IR
NOTATION OF DOTESTING OF DOTESTING OF BONDED THROUGH
NU INNURANCE COMMANY

State of Florida at Large (Seal)

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes to the proper and complete performance of my duties.

MES R. STEARNS