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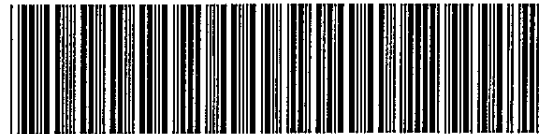
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DB 10/17

C. Ted French

Attorney at Law

2033 Main Street, Suite 304

Sarasota, Florida 34237

(941) 955-0908

Fax (941) 955-5686

October 8, 2003

Florida Department of State

Division of Corporations

P O Box 6327

Tallahassee, FL 32314

Re: Articles of Incorporation of Numerator Technologies, Inc.

To Whom It May Concern:

Enclosed please find check in the amount of \$87.50 for filing and for certified copy of Articles of Incorporation for the above referenced entity. Please return certified copy in the envelope provided.

Should you have questions or comments, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read "TED" followed by a circled "104".

C. Ted French

CTF/sdh

Enclosures

ARTICLES OF INCORPORATION
OF
NUMERATOR TECHNOLOGIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name the Corporation shall be NUMERATOR TECHNOLOGIES, INC.

ARTICLE II

Principal Office and Address

The principal place of business and mailing address is 2033 Main Street, Suite 304, Sarasota, Florida 34237.

ARTICLE III

Duration

The duration of the Corporation is perpetual.

ARTICLE IV

Purpose

The general purposes for which the Corporation is organized are the following:

- a. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- b. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE V

Capital Stock

The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE VI

Initial Registered Office and Agent

The name and street address of the initial Registered Office of the Corporation is C. Ted French at 2033 Main Street, Suite 304, Sarasota, FL 34237.

ARTICLE VII
Initial Board of Directors

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

JAMES TURNER 10206 Clubhouse Drive, Bradenton, FL 34202

ARTICLE VIII
Incorporators

The name and address of the Incorporator is JAMES TURNER at 2033 Main Street, Suite 304, Sarasota, FL 34237

Article IX
Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 30 day of September, 2003.



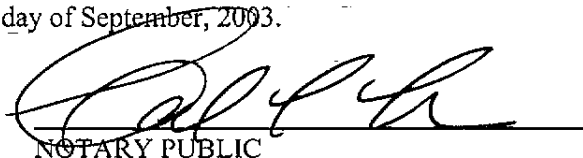
JAMES TURNER, Incorporator

STATE OF FLORIDA

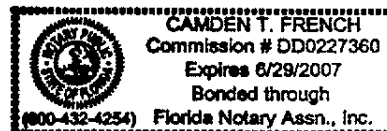
COUNTY OF SARASOTA

Before me personally appeared JAMES TURNER, a person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed and did take an oath.

WITNESS my hand and official seal this 30 day of September, 2003.



NOTARY PUBLIC



ACCEPTANCE AS REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated this ____ day of September, 2003.


JAMES TURNER

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