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To:

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

From:

Account Name : COLE/TACKETT ACCOUNTING INC.
Account Number : I19990000044
Phone : (813)988-5521
Fax Number : (813)989-8824

FLORIDA PROFIT CORPORATION OR P.A.

LEVEL 2, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
LEVEL 2, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: LEVEL 2, INC.

The principal place of business of this corporation shall be :

9340 N. 56th St. 200A
Temple Terrace, Fl. 33617

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is Authorized to have outstanding at any one times is: 1,000 having a par value of \$ 1.00.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names and street address of the initial officers and directors, if any, who shall Hold office the first year of the corporation's existence or until their successors are elected, are:

Mark Dickens, President & Director

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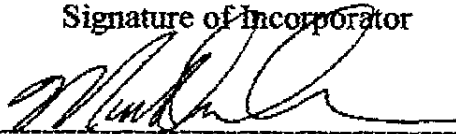
ARTICLE VI INCORPORATOR

The name and street address of the incorporator to this articles of incorporation
are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
MARK DICKENS	President	9340 N. 56 TH ST. #200A TEMPLE TERRACE, FL. 33617

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 23rd day of October, 2003.

Signature of Incorporator



Mark Dickens

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REGISTERED AGENT/REGISTERED OFFICE
CERTIFICATE OF DESIGNATION

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the Following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation: LEVEL 2, INC.

2. The name and address of the registered agent and office:

Mark Dickens – 9340 N. 56th St. #200A – Temple Terrace, FL 33617

SIGNATURE: _____



Mark Dickens

TITLE: President

DATE: October 23, 2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: _____



Mark Dickens

DATE: October 23, 2003

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