

**Electronic Articles of Incorporation
For**

**P03000149995
FILED
December 11, 2003
Sec. Of State**

A & C ELLIS ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

A & C ELLIS ENTERPRISES, INC.

Article II

The principal place of business address:

2041 LARCHMONT WAY
CLEARWATER, FL. US 33764

The mailing address of the corporation is:

3816 CHIMNEY HILL DRIVE
CINCINNATI, OH. US 45241

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100,000

Article V

The name and Florida street address of the registered agent is:

GREGORY A ELLIS
2041 LARCHMONT WAY
CLEARWATER, FL. 33764

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: GREGORY A. ELLIS

Article VI

The name and address of the incorporator is:

LORI LEFEBVRE
600 W. BROADWAY, STE 930
SAN DIEGO, CA 92106

Incorporator Signature: LORI LEFEBVRE

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
GREGORY A ELLIS
2041 LARCHMONT WAY
DLEARWATER, FL. 33764 US

Title: VP
KAY B ELLIS
3816 CHIMNEY HILL DRIVE
CINCINNATI, OH. 45241 US