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EFFECTIVE DATE

01-01-04

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 24, 2003

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

Subj: Incorporation of MEDLEY'S CORPORATION

Dear Sir:


Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901; (321) 729-6399

Thank you for your assistance in this matter.

Sincerely,


Albert Medley

ARTICLES OF INCORPORATION
OF

MEDLEY'S CORPORATION

ARTICLE I. NAME

The name of this corporation is

MEDLEY'S CORPORATION. **EFFECTIVE DATE**

ARTICLE II. DURATION

This corporation shall commence January 1, 2004, and shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V. 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.

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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 841 Seven Gables Circle, SE, Palm Bay, Florida 32909, and the name of the initial registered agent of this corporation at that address is CALVITA "CANDY" GRAHAM.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation are:

ALBERT MEDLEY
2039 Algeria Street, NE
Palm Bay FL 32905

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 2039 Algeria St., NE, Palm Bay, Florida 32905, and the mailing address of the corporation is 2039 Algeria St., NE, Palm Bay, Florida 32905.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

ALBERT MEDLEY
2039 Algeria St., NE
Palm Bay, Fl 32905

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 22nd day of December, 2003.

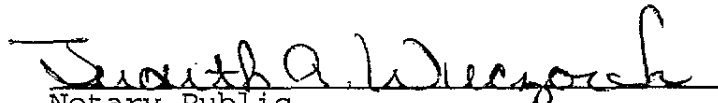

ALBERT MEDLEY

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared ALBERT MEDLEY known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 22nd day of December, 2003.

FL/D


Notary Public



Judith A. Wieczorek
Commission # DD242503
Expires Aug. 18, 2007
Aaron Notary
1-800-350-5161

DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 507.034,
Florida Statutes, the following is submitted:

That MEDLEY'S CORPORATION, desiring to organize under
Statutes of the State of Florida, with its principal office
at 2039 Algeria St., NE, Palm Bay, Florida, 32905, has named
CALVITA "CANDY" GRAHAM located at 841 Seven Gables Circle,
SE, Palm Bay, Florida, 32909, as its agent to accept
service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.



CALVITA "CANDY" GRAHAM
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA