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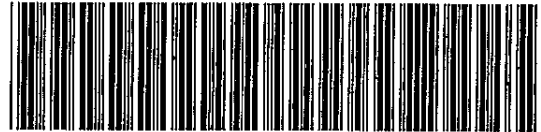
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
04 JAN 13 AM 11:17
STATE
TALLAHASSEE, FLORIDA

Burton L. Bruggeman
Attorney

Thursday, January 08, 2004

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: EDD Holdings, Inc.

Dear Sir:

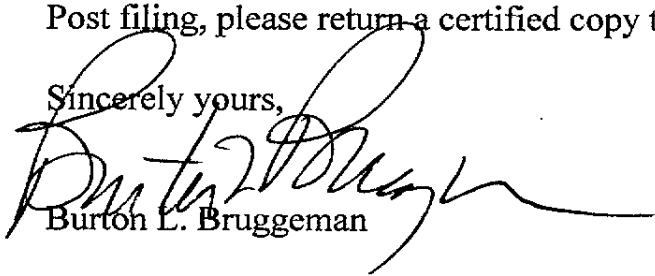
Attached you will find the original Articles of Incorporation for the above named corporation:

I have also included my check for \$78.75 per your website for the following filing fees:

	Filing Fees	\$ 35.00
	Registered Agent Designation	\$ 35.00
*	Certified Copy (optional)	<u>\$ 8.75</u>
	TOTAL	\$ 78.75

Post filing, please return a certified copy to the undersigned at the address below.

Sincerely yours,


Burton L. Bruggeman

311 E. MORSE BLVD • WINTER PARK • FLORIDA • 32789
TELEPHONE 407.539.1177 321.414.0231 EFAX
buzz@activewords.com

**ARTICLES OF INCORPORATION
OF**

EDD Holdings, Inc.

FILED
04 JAN 13 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of the corporation shall be:

EDD Holdings, Inc.

ARTICLE II. NATURE OF BUSINESS

This 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, county, territory or nation.

In furtherance of the foregoing purposes, the corporation shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon corporations organized under the laws of the State of Florida. In addition, it may do everything necessary suitable or proper for the accomplishment of any of its corporate purposes.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of common stock that this corporation shall have the authority to issue is Five Hundred Thousand (500,000); each shall have a par value of One Dollar (\$1.00) per share.

Each shareholder of record shall have one vote for each share of stock standing in his or her name in the books of the corporation and be entitled to vote, except that in the election of directors he or she shall have the right to vote such number of shares for as many persons as there are directors to be

elected. Cumulative voting shall not be allowed in the election of directors or for any other purpose.

No shareholder of the corporation shall have any pre-emptive or similar right to acquire any additional unissued or treasury shares of stock or other securities of any class, or rights, warrants or options to purchase stock or script, or securities of any kind convertible into stock or carrying stock purchase warrants or privileges.

The Board of Directors from time to time may distribute to the shareholders in partial liquidation, or out of stated capital or capital surplus of the corporation, a portion of its assets, in cash or property, subject to the limitations contained in the Statutes of Florida.

The corporation shall have the right to impose restrictions on the transfer of shares of the corporation.

A quorum, for the purpose of stockholder meetings, will consist of a majority of the shares issued and outstanding and entitled to vote at the meeting.

When a quorum is present, and when the statutes require a vote of two-thirds of the shares entitled to vote to take action, the affirmative vote of a majority of the shares issued and outstanding and entitled to vote on the subject matter shall be the act of stockholders.

ARTICLE IV. CORPORATE ADDRESS

The principal address for the corporation shall be:

**1015 Semoran Blvd., Suite 105
#1452
Casselberry, FL 32707**

The street address of the initial registered office of the corporation shall be:

**1015 Semoran Blvd., Suite 105
#1452
Casselberry, FL 32707**

And the name and address of the initial Registered Agent shall be that of:

**Burton L. Bruggeman
Attorney at Law
311 E. Morse Blvd.
4-3
Winter Park, FL 32789**

ARTICLE V. BOARD OF DIRECTORS

The initial Board of Directors of the corporation shall be five directors, and the names and addresses of the persons who shall serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are

<u>Name</u>	<u>Mailing Address</u>
Gregory Buis	1015 Semoran Blvd., Suite 105 #1452 Casselberry, FL 32707
Hal Sumrall	1015 Semoran Blvd., Suite 105 #1452 Casselberry, FL 32707
Maggie Welsh	1015 Semoran Blvd., Suite 105 #1452 Casselberry, FL 32707
Gray Morrison	1015 Semoran Blvd., Suite 105 #1452 Casselberry, FL 32707
Alexander Brumlik	Post Office Box 2007 Winter Park, FL 32790

The number of directors shall be as prescribed by the By-Laws, except that there need be only as many directors as there are shareholders in the event that fewer than three persons hold the outstanding shares of record.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. INCORPORATOR

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

Burton L. Bruggeman
311 E. Morse Blvd.
4-3
Winter Park, FL 32789

ARTICLE VIII. MISCELLANEOUS

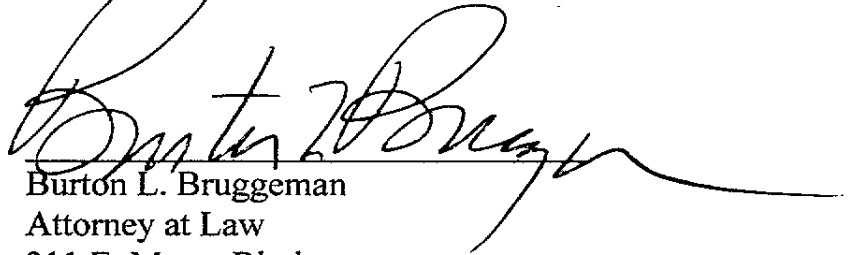
To the fullest extent permitted by the Corporation Code, as the same exists or may hereafter be amended, a Director of this Corporation shall not be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director.

In Witness Whereof, the undersigned have hereunto set their hand and seal this 21st day of January, 2004.


Burton L. Bruggeman

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION**

The undersigned having a business office as set forth above and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Burton L. Bruggeman
Attorney at Law
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4-3
Winter Park, FL 32789

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