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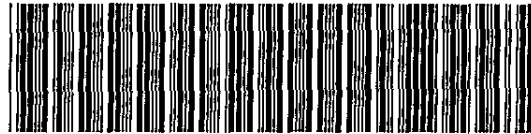
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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JERRI M. BLANEY, P.A.

— PROFESSIONAL ASSOCIATION —

TELEPHONE
(561) 624-0291

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11380 PROSPERITY FARMS ROAD
SUITE 203
PALM BEACH GARDENS, FLORIDA 33410

FLORIDA BAR
BOARD CERTIFIED
WILLS, TRUSTS
& ESTATES LAWYER

January 13, 2004

Secretary of State
Division of Corporation
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

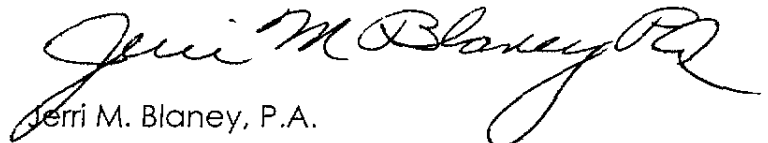
RE: Articles of Incorporation
Performance Improvements International, Inc.

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for Performance Improvements International, Inc. A check in the amount of \$78.75 is enclosed to cover the filing fees and issuance of a certified copy of the Articles of Incorporation.

Thank you for your assistance in this matter. If you have any questions, please contact me.

Very truly yours,


Jerri M. Blaney, P.A.

JMB/md
Enclosures

ARTICLES OF INCORPORATION

OF

PERFORMANCE IMPROVEMENT INTERNATIONAL, INC.

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04 JAN 15 PM 6:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE ONE

The name of this corporation is Performance Improvement International, Inc.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act and shall have all the powers corporations may hold under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 1,000 common shares, par value \$ 1.00 per share.

The minimum amount of paid-in capital with which the corporation will begin business shall not be less than \$500.00 Dollars.

The shareholders of the corporation shall have preemptive rights.

ARTICLE FIVE

The street address of the initial corporate office of the corporation is 6109 Heroncrest Ct., Lithia, FL 33547. The mailing address of the corporate office is 6109 Heroncrest Ct., Lithia, FL 33547.

The names of the initial Resident Agents for this corporation to accept service of process within the State of Florida are Paul L. Baker and Carol G. Baker, 6109 Heroncrest Ct., Lithia, FL 33457.

ARTICLE SIX

The name and address of the incorporators of this corporation are Paul L. Baker and Carol G. Baker.

Said incorporators are over the age of eighteen (18) years, are sui juris, and citizens of the United States.

ARTICLE SEVEN

Two (2) directors shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

The names and addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Paul L. Baker	6109 Heroncrest Ct. Lithia, FL 33547
Carol G. Baker	6109 Heroncrest Ct. Lithia, FL 33457

ARTICLE EIGHT

Nothing in these Articles of Incorporation shall be taken to limit the power of this Corporation.

ARTICLE NINE

Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

ARTICLE TEN

The names and addresses of the initial officers of the corporation are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Paul L. Baker	6109 Heroncrest Ct. Lithia, FL 33547	Vice President and Treasurer
Carol G. Baker	6109 Heroncrest Ct. Lithia, FL 33547	President and Secretary

ARTICLE ELEVEN

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation this 9TH day of JANUARY, 2004.

Performance Improvement International, Inc.

Paul L. Baker
Paul L. Baker, Incorporator

Carol G. Baker
Carol G. Baker, Incorporator

STATE OF FLORIDA

COUNTY OF Hillsborough

Before me, the undersigned authorities, personally appeared PAUL L. AND CAROL G. BAKER, the persons described in and who subscribed the above and foregoing Articles of Incorporation and who acknowledged that they made and subscribed the same for the purposes and uses set forth therein.



Melissa Bryant
Commission # CC 975354
Expires Nov. 29, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

January 9, 2004
Melissa Bryant
Notary

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above-named county and state this 9 day of January, 2, 2004.



Melissa Bryant
Commission # CC 975354
Expires Nov. 29, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

Melissa Bryant
Signature of Notary

Melissa Bryant
Printed Name of Notary

ACCEPTANCE OF RESIDENT AGENTS

We hereby are familiar with and accept the duties and responsibilities as Registered Agents for Performance Improvement International, Inc.

Paul L. Baker
PAUL L. BAKER, Registered Agent

Carol G. Baker
CAROL G. BAKER, Registered Agent