

FEB. 4.2004 4:47PM

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FLORIDA PROFTT CORPORATION OR P.A.

Notion, Inc.

Certificate of Status	0
Certified Copy	1
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DIVISION OF CORPORATION

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
NOTION, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms Corporation pursuant to the provisions of the Florida Business Corporation Act.

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STATE
SECRETARY OF
TALLAHASSEE, FLORIDA
04 FEB -4 PM 3:59

ARTICLE I
NAME

The name of the Corporation is NOTION, INC., (hereinafter referred to as the "Corporation").

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office and the Corporation's mailing address are 10490 Gandy Boulevard, St. Petersburg, Florida 33702-2395.

ARTICLE III
DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The Corporation shall exist perpetually. The corporate existence shall commence upon the filing of these Articles of Incorporation with the Department of State.

ARTICLE IV
NATURE OF BUSINESS

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V
CAPITAL STOCK

The Corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock that

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the Corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$.01 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have pre-emptive rights to subscribe to the Corporation's securities and are entitled to receive the net assets of the Corporation upon dissolution.

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation is Miami Center Registered Agents, LLC. The street address of the Corporation's initial registered office is 201 South Biscayne Boulevard, Suite 1700, Miami, Florida 33131.

ARTICLE VII
BOARD OF DIRECTORS

The Corporation shall have no less than three (3), nor more than seven (7) Directors. The number of Directors may be altered from time to time in accordance with the Corporation's Bylaws. The members of the initial Board of Directors are:

John Caldwell
Vincent Caldwell
Stephen Hlas
Vey Weaver
Jon Chassen

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ARTICLE VIII
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Jon Chassen, Esquire, c/o Kluger, Peretz, Kaplan & Berlin, P.L., 201 South Biscayne Boulevard, Suite 1700, Miami, Florida 33131.

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify, to the full extent permitted by law, the Incorporator, any officer or director of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 29th day of January 2004.



Jon Chassen

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**CERTIFICATE OF REGISTERED AGENT
OF
NOTION, INC.**

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
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Pursuant to Section 607.0501 of the Florida Business Corporation Act, the following is submitted in compliance with said Act:

That NOTION, INC., desiring to organize under the laws of the State of Florida with its principal office at 10490 Gandy Boulevard, St. Petersburg, Florida 33702-2395, County of Pinellas, State of Florida, has named Miami Center Registered Agents, LLC, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 29th day of January 2004.

MIAMI CENTER REGISTERED AGENTS, LLC

By: _____


Jon Chassen, Vice President

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