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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT CORPORATION OR P.A.**

Wise Choice USA, Inc.

Certificate of Status	1
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## ARTICLES OF INCORPORATION

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### ARTICLE I NAME

The name of the corporation shall be:

**Wise Choice USA, Inc.**

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**Wise Choice USA, Inc.**

**5134 Marbella Isle Drive  
Orlando, FL 32837**

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**1000 Shares at \$1.00 Par Value**

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Bradley F. Searle  
5134 Marbella Isle Drive  
Orlando, FL 32837**

*Prepared By:*

Bruce B. Hubbard

77 East John St.

Hicksville, New York 11801

1-516-935-3940

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**ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)**

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

**Bradley F. Searle - President  
5134 Marbella Isle Drive  
Orlando, FL 32837**

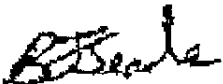
**ARTICLES VI INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**Bradley F. Searle  
5134 Marbella Isle Drive  
Orlando, FL 32837**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

4th day of February 2004.



**Bradley F. Searle - Signature**

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE  
REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Wise Choice USA, Inc.

2. The name and address of the registered agent and office is:

Bradley F. Searle

Name

5134 Marbella Isle Drive

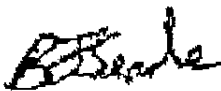
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Orlando, FL 32837

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*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.*



Bradley F. Searle  
SIGNATURE

February 4, 2004

(Date)