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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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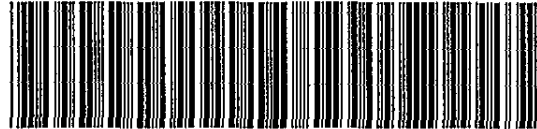
(Business Entity Name)

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MAR 1 2004
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A. WELLINGTON BARLOW, ESQUIRE, P.A.

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February 25, 2003

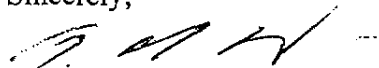
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: 9th LEVEL ENTERPRISE, INC.

To Whom It Concerns:

I have enclosed Articles of Incorporation for 9th Level Enterprise, Inc. I have also enclosed a check in the amount of \$78.75, representing payment for filing fees, Registered Agent Designation and a certified copy of the Articles. Please return all correspondence to me at the letterhead address. If you have any questions concerning this correspondence, please contact me at the letterhead telephone number.

Sincerely,



A. Wellington Barlow, Esquire

Enclosure

cc: Walter Cruse

AWB/rj

ARTICLES OF INCORPORATION

9th Level Enterprise, Inc.

BY THESE ARTICLES OF INCORPORATION, the incorporator forms a corporation for profit under Florida Law.

ARTICLE I

The name of the corporation is **9th Level Enterprise, Inc.**

ARTICLE II

The corporation's existence shall be perpetual.

ARTICLE III

The purpose of the corporation is to operate discount stores, invest in real property (residential and commercial), stocks, bonds, other securities and all other legal business concerns so enumerated in the by-laws and those powers now or hereafter granted to for profit corporations by applicable Florida Law.

ARTICLE IV

This corporation is authorized to issue 10,000 shares of common stock of a par value of \$0.01 per share.

ARTICLE V

The initial registered agent for this corporation is A. Wellington Barlow, Esquire and the initial registered office is located at 1403 Dunn Ave., Suite 17 Jacksonville, FL 32218. The Principal office and place of business shall be 5505 Agra Court Jacksonville, FL 32209 until another location can be situated.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

The name and address of the incorporator is Walter L. Cruse P.O. Box 40613 , Jacksonville, FL. 32203

Dated this 26th day of February, 2004.

X Walter L. Cruse

Walter L. Cruse, Incorporator

**STATE OF FLORIDA
COUNTY OF DUVAL**

The foregoing instrument was acknowledged before me on this 26th day of February 2004, by Walter L. Cruse

Rhonda R. Jarvis
Notary Public



Rhonda R Jarvis
My Commission DD032222
Expires June 07 2005

My Commission Expires: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CONSENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above 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 statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Dated this 26th Day of February 2004.

AWB

A. Wellington Barlow

A. Wellington Barlow, Esq. Registered Agent