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Division of Corporations

Fax Number

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Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number: 110432003053

Phone

: (305) 672-0686

Fax Number

: (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Running Dog Solutions, Inc.

<u> </u>	
Certificate of Status	1
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SECRETARY STATE
TALLAHASSEE, FLORID

ARTICLES OF INCORPORATION

RUNNING DOG SOLUTIONS, INC.

The undersigned, acting as the incorporator of the Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I NAME OF THE CORPORATION

The name of this Corporation shall be RUNNING DOG SOLUTIONS, Inc.

ARTICLE II PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III PURPOSE

The Corporation is organized for the purpose of providing technology and computer software applications for business and engaging in any other activity or business permitted under the laws of the United States and of this State.

ARTICLE IV AUTHORIZED SHARES

Number: The aggregate number of shares that the Corporation shall have the authority to issue: Ten Thousand (10,000) shares of Capital Stock

Issue: One Hundred (100) shares of the Capital Voting Stock of the Corporation shall be issued for adequate consideration in the following manner:

100 Shares to Kimberly H. Weiner

Dividends: The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation, or in such other manner agreed to by the Shareholders.

Classes of Stock: The shares of the Corporation may be divided into classes.

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ARTĪCLE V REGISTERED OFFICE AND AGENT

The street address in Florida of the initial registered office of the Corporation is 212 Via del Sol, Davenport, Florida 33896, and the name of the initial registered agent at said address is Kimberly H. Weiner

ARTIČLE VI PRINCIPĀL OFFICE

The Principal Office of the corporation shall be 212 Via del Sol, Davenport, Florida 33896

ARTICLE VII BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the initial Board of Directors. The Directors need not be residents of the State of Florida or Shareholders of the Corporation. Majority vote of the Board of Directors is required to constitute a quorum for the transaction of business. Only a majority act of the Directors shall constitute an act of the Board of Directors.

The names and addresses of the persons who shall serve as Directors until the first annual meeting of Shareholders, or until their successors shall have been elected and qualified, is as follows:

Name

Address

Kimberly H. Weiner

=212 Via del Sol

Davenport, Florida 33896

ARTICLE VIII INCORPORATORS

The name and address of the initial incorporator is as follows:

Kimberly H. Weiner

212 Via del Sol Davenport, FL 33896

Articles of Incorporation of Running Dog Solutions, Inc. Page 2 of 2

ARTIČLE IX PREEMPTIVE RIGHTŠ OF SHAREHOLDERS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of stock of this Corporation as may be issued for money, or property or services from time to time, in addition to that stock authorized by the Corporation. The preemptive rights of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

IN WITNESS WHEREOF, t	he undersigned has made and subscribed to these Articles
of Incorporation in the City	of Celebration, in Osceola County, Florida this
30 day of March, 20	104 –
	
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	amel D. A Deinee
	Kimberly H. Weiner, President, Incorporator
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STATE OF FLORIDA	· · · · · · · · · · · · · · · · · · ·
COUNTY OF OSCEOLA	
,	# the
	as acknowledged before me this 30 day of March, 2004
by Kimberly H. Weiner, who is X j	personally known to me or who produced his State of
Florida Driver's License No	As identification and who did
not take an oath.	
•	Wil Real
	Notary Public, State of Florida
	My Commission Expires:

MEL PEAPLMAN
MY COMMISSION & DD 143084
EXPIRES: September 12, 2006
Sended Time Bodget Hotely Services

Articles of Incorporation of Running Dog Solutions, Inc. Page 3 of 3 H04000069062

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CERTIFICATE DESIGNATING PLACE OF BUSINESS TALLAUROS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Fla. Stat. Sec. 48.091, the following is submitted:

RUNNING DOG SOLUTIONS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 212 Via del Sol, Davenport, Florida 33896, has named Kimberly H. Weiner, as its agent to accept service of process within this State.

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Dated this 30th day of March 2004.

Kimberly H. Weiner, Resident Agent