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DIVISION OF CAMESATIONS

OF MAY 11 AM 9: 14

AFFORDABLE LEGAL CLINIC, INC.

426 E. Highway 434 • Winter Springs, Florida 32708
Post Office Box 180292 • Casselberry, Florida 32718-0292
Telephone: (407) 327-5297 • Facsimile: (407) 327-8444 • e-mail: rainbow@iag.net

May 7, 2004

Secretary of State
Division of Corporations
Post Office Box 6327
The Capitol
Tallahassee, Florida 32399-6327

Re: ADEPT, INC.

Dear Sir:

Enclosed please find two copies of Articles of Incorporation and Registered Agent's Certificate for a new Florida corporation now being formed -- ADEPT, INC. PLEASE NOTE UNDER ARTICLE V THAT THE INITIAL PRESIDENT OF THE CORPORATION IS MARSHALL K. BOATWRIGHT.

Also enclosed please find our check in the amount of \$70.00. This check includes payment for the following:

Filing fee Registered Agent's Designation \$35 35

TOTAL

\$70.00

Please send the duplicates of the Articles of Incorporation and Registered Agent's Certificate to Affordable Legal Clinic, Inc., 426 E. Hwy 434, Winter Springs, Florida 32708.

Your cooperation in this matter is appreciated.

Sincerely,

Thomas A. Binford

MAY 11 AM 9: 1

ISION OF CORPORATIONS

Enclosures TAB:rr

ARTICLES OF INCORPORATION

OF

ADEPT, INC.

ARTICLE I. NAME.

The name of this Corporation is ADEPT, INC.

ARTICLE II. DURATION.

This Corporation shall have perpetual existence.

ARTICLE III. PURPOSE.

This Corporation is organized to transact and carry on any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK.

This Corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock.

ARTICLE V. MANAGEMENT.

- A. Pursuant to the provisions of Section 607.111, Florida Statutes, as the same exists upon the adoption of these Articles of Incorporation, the business of this Corporation may be managed by the shareholders of the Corporation, rather than by a Board of Directors.
- B. Should the shareholders of the Corporation so elect, they may by resolution and bylaw stablish a Board of Directors to manage the business of this Corporation. In such event, the hareholders shall prescribe the duties, functions and methods of operation of such Board of Directors with particularity and in appropriate bylaws. Initial President of the corporation shall be MARSHALL K. BOATWRIGHT.

SECRETARY OF STATE ON VISION OF COMPORATIONS

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT.

The street address and mailing address of the initial registered agent of this Corporation is MARSHALL K. BOATWRIGHT, 4840 Fort Christmas Road, Christmas, Florida 32709. The principal street address of the Corporation is 4840 Fort Christmas Road, Christmas, Florida 32709. The principal mailing address of the Corporation is 4840 Fort Christmas Road, Christmas, Florida 32709. The name and address of the initial registered agent of this Corporation is MARSHALL K. BOATWRIGHT, 4840 Fort Christmas Road, Christmas, Florida 32709.

ARTICLE VII. INCORPORATOR.

The name and address of the person signing these Articles of Incorporation is: MARSHALL K. BOATWRIGHT, 4840 Fort Christmas Road, Christmas, Florida 32709.

ARTICLE VIII. PRE-EMPTIVE RIGHTS.

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price per share at which shares are offered to others.

ARTICLE IX. AMENDMENTS.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the shareholders representing a majority of the outstanding shares but the Corporation entitled to vote thereon.

i i	IN WITNESS	WHEREOF, t	he undersigned has executed t	hese Articles of Incorporation on
this _	<u> 7</u> 世day of	MAY	, 200 <u></u> 4.	

ARSHALL K. BOATWRIGHT

STATE OF FLORIDA

COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgment, MARSHALL K. BOATWRIGHT, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily and for the purposes therein expressed. MARSHALL K. BOATWRIGHT presented FC. DR CIC as identification.

WITNESS my hand and official seal at Winter Springs, County of Seminole, State of Florida, this 7 Hay of Ay , 200 4.

Notary Public

SECRETARY OF STATE STATE OF COOPERATIONS

CERTIFICATE OF REGISTERED AGENT FOR

ADEPT, INC.

DESIGNATION

I, MARSHALL K. BOATWRIGHT, as the Incorporator named in the Articles of Incorporation of ADEPT, INC., a corporation for profit, hereby designate MARSHALL K. BOATWRIGHT as Registered Agent for the service of process within the State of Florida for ADEPT, INC. The street address of the initial registered agent of this Corporation is 4840 Fort Christmas Road, Christmas, Florida 32709. The principal street address of the Corporation is 4840 Fort Christmas Road, Christmas, Florida 32709. The name and address of the initial registered agent of this Corporation is MARSHALL K. BOATWRIGHT, 4840 Fort Christmas Road, Christmas, Florida 32709. This designation is made in conformity with Florida Statutes Sections 48.092 and 507.1501 - .1505.

MARSHALL K. BOATWRIGHT

ACCEPTANCE

I, MARSHALL K. BOATWRIGHT, doing business at the street address of 4840 Fort Christmas Road, Christmas, Florida 32709, do hereby consent to my appointment as Registered Agent for the service of process upon ADEPT, INC., a Florida corporation. I am familiar with and accept the obligation provided for in Florida Statues Section 48.091 and 607.1501 - .1505.

MAKSHALL K. BOATWRIGHT