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LAW OFFICE OF SUZANNE C. QUIÑÓNEZ, P.A.

2747 Blanding Boulevard, Suite 102 Post Office Box 130 (ZIP: 32050-0130) Middleburg, FL 32068 Phone (904) 282-6022 Fax (904) 282-6076 scquinonez@aol.com

July 13, 2004

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

RE: Keep on Rolling, Inc.

Dear Secretary:

Enclosed for filing are the Articles of Incorporation for Keep on Rolling, Inc., along with the acceptance by William M. Hudson, as the registered agent. Once filed, please return a certified copy of the Articles of Incorporation to this office at the address listed above.

Enclosed in payment of the \$35.00 filing fee, \$35.00 registered agent fee, and \$52.50 certified copy fee, is a firm check in the amount of \$122.50.

Sincerely,

LAW OFFICE OF SUZANNE C. QUIÑÓNEZ, P.A.

Suzanne C. Quiñónez

For the Firm

SCQ Enclosures

c: William Hudson, without enclosures

ARTICLES OF INCORPORATION OF KEEP ON ROLLING, INC.

SECRETARY OF STATE
DIVISION OF CORRESTATE
ATTONS

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ARTICLE I Name of Corporation

Keep on Rolling, Inc.

ARTICLE II Business of Corporation

The corporation may engage in the business of consulting and outsourcing personnel to other companies and may also engage in any other lawful activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III Capital Stock

The maximum number of shares of capital stock this corporation is authorized to have outstanding at any one time shall be one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The common stock shall be entitled to one vote per share.

ARTICLE IV Preemptive Rights

No stockholder shall have any preemptive right to purchase new stock or any type of stock of this corporation.

ARTICLE V Corporate Existence

The existence of this corporation shall commence upon filing of the Articles of Incorporation, and thereafter it shall have perpetual existence.

ARTICLE VI Principal Place of Business

The address of the principal business office of the corporation shall be 2668

Foxwood Road, South, Orange Park, Florida 32073, and the mailing address shall be the same.

ARTICLE VII Resident Agent

The street address of the corporation's initial registered agent shall be William M. Hudson, 2668 Foxwood Road, South, Orange Park, Florida 32073, whose acceptance is set forth at the end of these Articles.

ARTICLE VIII Board of Directors

The initial Board of Directors shall consist of two directors and the names and addresses of the persons who are to serve as the member of the Board of Directors is as follows:

Name Address

William M. Hudson

2668 Foxwood Road, South, Orange Park, FL 32073

The number of directors may be changed from time to time by the By Laws.

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE X COMPENSATION

The board of directors shall have the power to set the amount, if any, of the compensation to be paid to the directors of the corporation.

ARTICLE XI Incorporation

The name and street address of the person signing these Articles of Incorporation as incorporator are as follows:

<u>Name</u>	Address	
William M. Hudson	2668 Foxwood Road, South, Orange Park, FL 32073	
The undersigned, being the	ne original incorporator herein before named, for the	
purpose of forming a corporation to do b	ousiness both within and without the State of Florida,	
does make, subscribe, acknowledge and	file these Articles, hereby declaring and certifying that	
the facts herein stated are true, and accor	rdingly, has hereunto set her hand and seal this	
day of July, 2004.	William M. Hudson Incorporator	
STATE OF FLORIDA) COUNTY OF CLAY)		
On this 12 day of July, 2004, personally appeared before me William M.		
Hudson, incorporator and party to the for	regoing Articles of Incorporation of Keep on Rolling,	
Inc., (who is well known to me or w	ho producedas	
identification and who did not take an oa	ath, and who acknowledged said Articles to be his act	
and deed.		

SUZANNE C. QUINONEZ
MY COMMISSION # CC 995416
EXPIRES: Mar 25, 2005

NOTARY PUBLIC

Signature (Scal)

Acceptance of Designation

The undersigned, William M. Hudson, whose address is set forth above, hereby accepts appointment as registered agent of Keep on Rolling, Inc. and does hereby state that he is familiar with, and accepts, the obligations of such position.

Dated and signed this _____ day of July, 2004.

William M. Hudson