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Florida Department of State
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04/11/04 10:08:44

FLORIDA PROFIT CORPORATION OR P.A.

ProCaptain Inc.

Certificate of Status	1
Certified Copy	0
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Estimated Charge	\$78.75

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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:

ProCaptain Inc.

ARTICLE II PRINCIPAL OFFICE

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

**ProCaptain Inc.
5519 17th Street W
Palmetto, FL 34221**

ARTICLE III SHARES

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

1 Share at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Robert Willard
5519 17th Street W
Palmetto, FL 34221**

Prepared By:
Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

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

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

**Robert Willard- President
5519 17th Street W
Palmetto, FL 34221**

ARTICLES VI INCORPORATOR(S)

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

**Robert Willard
5519 17th Street W
Palmetto, FL 34221**

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

31st day of August 2004.


Robert Willard - Signature

**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: **ProCaptain Inc.**

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

Robert Willard

Name

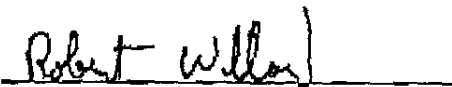
5519 17th Street W

(P.O. Box or Mail Drop Box NOT Acceptable)

Palmetto, FL 34221

(City / State / Zip)

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.


Robert Willard
SIGNATURE

August 31, 2004
(Date)