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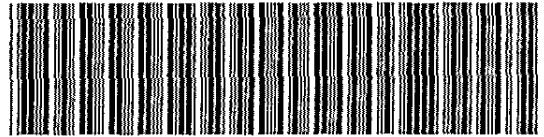
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The Tancredo Law Firm

an A Professional Association

TRANSMITTAL LETTER – FLORIDA FOR PROFIT CORPORATION

September 17, 2004

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

Re: *Roger C. Dapson, Inc.*

Dear Sir or Madam:

Enclosed herewith please find an original and one (1) copy of the Articles of Incorporation with the incorporated Affidavit for the above referenced company. Additionally, please find enclosed a check in the amount of eighty seven dollars 50/100 (\$ 87.50) payable to the Florida Department of State for payment of you department's services as follows (\$ 35.00 filling fee for Articles of Incorporation and Affidavit, \$35.00 for Designation of the Registered Agent, and \$17.50 for two (2) certificates of status).

Thank you in advance for your cooperation and please forward the acknowledgement to this firm, which represents the interests of the newly formed corporation. If you have any questions concerning this entity please directly contact my office at the numbers provided below.

Sincerely,

THE TANCREDO LAW FIRM, P.A.



Christopher A. Tancredo, Esq.
For the Firm

Articles of Incorporation

Florida For Profit Corporation

PREAMBLE

I the Undersigned, incorporator, pursuant to Chapter 607 et seq. Florida Statutes, due hereby establish according to law, a Florida for Profit Corporation for the purpose of conduction such lawful business activities as may be provided for by law.

ARTICLE I. - COMPANY NAME

In accordance with §607, Fla. Stat., the name of the corporation shall be:

Roger C. Dapson, Inc.

ARTICLE II. - COMPANY ADDRESS

The address on the initial principle office of this corporation shall be:

8836 Pritcher Road, Lithia, Florida 33547

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III. - EFFECTIVE DATE

The effective date for the legal existence of this corporation shall be the date of the filling of these Articles with the Florida Department of State, Division of Corporations.

ARTICLE IV. - REGISTERED AGENT

The name and street address of the initial registered agent for the corporation shall be as follows:

Roger C. Dapson
8836 Pritcher Road
Lithia, Florida 33547

I, Roger C. Dapson, having been named as Registered Agent to accept service of process for Roger C. Dapson, Inc., the aforementioned Florida for profit Corporation, at its designated company address as appears within this Certificate, do hereby accept appointment as Registered Agent of same and agree to act in said capacity until such time as I cause to be filed with the

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Florida Department of State, a duly executed statement of resignation. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and certify hereby that I am familiar with and accept the obligations of my appointment as enumerated in Chapter 608, Florida Statutes.


Roger C. Dapson

ARTICLE V. BUSINESS PURPOSE

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:
 - (a) To have perpetual succession by its corporate name;
 - (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;
 - (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner produced;
 - (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;
 - (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
 - (f) To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141;
 - (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrument thereof;
 - (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;
 - (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without the state;

(k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

(l) To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration of the corporation;

(m) To make donations for the public welfare or for charitable, scientific, or educational purposes;

(n) To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

(o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

(p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise;

(q) To have and exercise all powers necessary of convenient to effect its purposes;

(r) To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014.

ARTICLE VI. - AUTHORIZED SHARES

The aggregate number of shares which this corporation shall have authority to issue is the total sum of one hundred (100) shares. Par value is one dollar 00/100 (\$1.00).

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VII. - INITIAL OFFICERS

The corporation shall have one initial and founding officer. The name and address of said initial officer is:

Roger C. Dapson
President
8836 Pritcher Road
Lithia, Florida 33547

ARTICLE VII. - INCORPORATORS

The corporation shall be incorporated by one (1) incorporator. The name and address of the incorporator for this corporation is:

Roger C. Dapson
8836 Pritcher Road
Lithia, Florida 33547

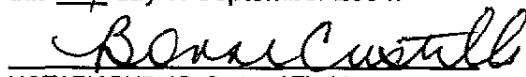
I the Undersigned have executed these Articles of Incorporation this the 10th day of September 2004.


Roger C. Dapson
Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

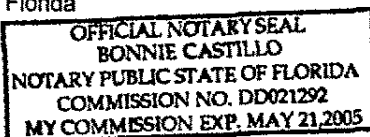
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared roger C. Dapson, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County stated above, this 14 day of September 2004.


NOTARY PUBLIC, State of Florida
at Large

(SEAL)

My commission expires:



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