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Paul G. Axtell 13834 Port Harbor Court Jacksonville, Florida 32224 (904) 739-6007

October 14, 2004

Florida Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

RE: Axtell Holdings, Inc.

Ladies/Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation and a designation of registered agent for Axtell Holdings, Inc.. Please return one copy of the Articles stamped with the filing date.

A check for \$78.75 in payment of filing fees and the certified copy is enclosed

Sincerely,

Paul G. Axtell

ARTICLES OF INCORPORATION OF

AXTELL HOLDINGS, TNC.
(Name of Corporation)

O4 OCT 18 PH 2: 42
SECKETARY OF STATE

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1: NAME The name of the corporation shall be: Axtel Hollings, Inc.
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ARTICLE 2: PRINCIPAL PLACE OF BUSINESS
The principal place of business of this corporation shall be (give street address and zip code): 13834 Port Harbor Court, Jacksonville, Florida, 32224
ARTICLE 3: SHARES All stock issued by this Corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is: Five thousand (5,000)
ARTICLE 4: INITIAL REGISTERED AGENT AND REGISTERED OFFICE The name of the initial registered agent is Paul G. Axtel
whose registered office is located at the place of business stated in Article 2 above.

ARTICLE 5: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Paul G. Axtell

The undersigned incorporator has executed these Articles of Incorporation this 4th Day of October 18, 2004.

Signature

Articles of Incorporation Filing Fee — \$35.00

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to Florida law, the undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation/professional association is: Axtell Hodings, Toc.

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

Paul G. Axtell
Full name

13834 Fort Haxbor Court
Address (P.O. Box not acceptable)

Tacksonville, Florida 32224

City, State, and 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 STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE OF REGISTERED AGENT

October 14-2004

Designation of Registered Agent Filing Fee — \$35.00