

**Electronic Articles of Incorporation
For**

P05000029906
FILED
February 25, 2005
Sec. Of State
jshivers

MATRIX HOLDINGS CORPORATION

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MATRIX HOLDINGS CORPORATION

Article II

The principal place of business address:

760 MATTERHORN CT.
SWITZERLAND, FL. US 32259

The mailing address of the corporation is:

760 MATTERHORN CT.
SWITZERLAND, FL. US 32259

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

LEGAL ZOOM NEVADA, INC.
44 W. FLAGLER ST.
SUITE 675
MIAMI, FL. 33130

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: KRISTIN HOWARD.,LEGALZOOM NEVADA, INC.

Article VI

The name and address of the incorporator is:

KRISTIN HOWARD
LEGALZOOM.COM, INC.
7083 HOLLYWOOD BLVD. SUITE 180
LOS ANGELES, CA 90028

Incorporator Signature: KRISTIN HOWARD, LEGALZOOM.COM, INC.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
DAVID J BAILEY
760 MATTERHORN CT.
SWITZERLAND, FL. 32259 US

Title: DIR
LESLI BAILEY
760 MATTERHORN CT.
SWITZERLAND, FL. 32259 US