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Resubmit

FLORIDA PROFIT CORPORATION OR P.A.

EMERALD INVESTMENT HOLDINGS, INC.

Certificate of Status	0
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Page Count	85.6
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 4, 2005

CORPORATION SERVICES COMPANY

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SUBJECT: EMERALD INVESTMENTS HOLDINGS, INC.
REF: W05000011241

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ARTICLES OF INCORPORATION
OF
EMERALD INVESTMENT HOLDINGS, INC.

ARTICLE I - NAME

The name of this corporation is Emerald Investment Holdings, Inc., and its principal place of business shall be located at 1308 Palace Drive, Rockledge, Florida 32955.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purposes of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock at one dollar (\$1.00) par value, which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1308 Palace Drive, Rockledge, Florida 32955, and the name of the initial registered agent of this corporation at that address is Kenrick Bisnath.

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ARTICLE VII - DIRECTORS

Initially, this corporation shall have one (1) Director who shall serve until his successor shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial Director is as follows:

<u>Name</u>	<u>Address</u>
Kenrick Bisnath	1308 Palace Drive, Rockledge, Florida 32955

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
President - Kenrick Bisnath	1308 Palace Drive, Rockledge, Florida 32955
Vice-President - Rhonda E. Babb	P.O. Box 66, Melbourne, Florida 32902
Secretary - Beverly R. Stinson	2300 Scotland Road, Cocoa, Florida 32926
Treasurer - Denise Logan	1812 Hudson Drive, Rockledge, Florida 32955

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
Kenrick Bisnath	1308 Palace Drive, Rockledge, Florida 32955

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ARTICLE X - INDEMNIFICATION


The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No Officer or Director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that Officer or Director breached or failed to perform his duties as an Officer or Director as provided by Section 607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

DATED: March 4, 2005.

By 
Printed Name - Kenrick Bisnath
Incorporator


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**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Emerald Investment Holdings, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Kenrick Bisnath, located at 1308 Palace Drive, Rockledge, Florida 32955, as its agent to accept service of process within Florida.

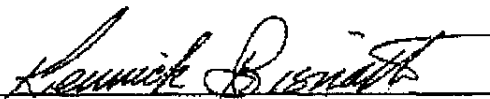
Dated: March 4, 2005

By 
Printed Name - Kenrick Bisnath
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated: March 4, 2005

By 
Printed Name - Kenrick Bisnath
Incorporator

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