

APR-05-2005 TUE 02:21 PM

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Division of Corporations

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SECRETARY OF STATE  
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To:

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From:

Account Name : ZIMMERMAN, KISER, & SUTCLIFFE, P.A.  
Account Number : I19990000006  
Phone : (407) 425-7010  
Fax Number : (407) 425-2747

**FLORIDA PROFIT CORPORATION OR P.A.**

**SHARP HOLDINGS, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
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APR-05-2005 TUE 02:21 PM

FAX NO.

P. 02

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**ARTICLES OF INCORPORATION**

**OF**

**SHARP HOLDINGS, INC.**

The undersigned subscribers to these Articles of Incorporation hereby form a corporation under the Florida Business Corporation Act.

**ARTICLE I**

**Name of Corporation**

The name of the corporation is:

SHARP HOLDINGS, INC.

**ARTICLE II**

**General Purpose**

This corporation is organized for the purpose of transacting any or all lawful business permitted by the laws of the State of Florida and of the United States of America.

**ARTICLE III**

**Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$.10 per share.

**ARTICLE IV**

**Address**

The initial address of the principal office of this corporation in the State of Florida is 401 Orange Avenue, Sanford, Florida 32771.

**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 the issuance of fractional shares) at the price at which it is offered to others.

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**ARTICLE VI**

**Directors**

The business of this corporation shall be managed by a Board of Directors. There shall be one director initially. The number of directors may be increased, and after such increase, decreased from time to time pursuant to bylaws adopted by the shareholders.

The name and street address of the members of the first Board of Directors are:

David Sharp  
401 Orange Avenue  
Sanford, Florida 32771

**ARTICLE VII**

**Incorporators and Subscribers**

The name and street address of each person signing the Articles of Incorporation as incorporators and subscribers are:

David Sharp  
401 Orange Avenue  
Sanford, Florida 32771

**ARTICLE VIII**

**Duration and  
Date Corporate Existence Commences**

The date when corporate existence for this corporation shall begin shall be on the date of the filing of these Articles of Incorporation and this corporation shall have perpetual duration.

**ARTICLE IX**

**Registered Agent**

The street address of the registered agent of this Corporation is 401 Orange Avenue, Sanford, Florida 32771, and the name of the registered agent of this Corporation at that address is David Sharp.

**ARTICLE X**

**Indemnification**

The corporation shall indemnify any officer, director or any former officer or director, to the full extent permitted by law.

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APR-05-2005 TUE 02:21 PM

FAX NO.

P. 04

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**ARTICLE XI**

**Bylaws**

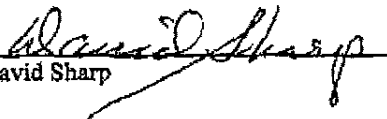
The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

**ARTICLE XII**

**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.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 28 day of March, 2005.

  
David Sharp

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APR-05-2005 TUE 02:22 PM

FAX NO.

P. 05

((H05000082919 3))

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 608.415 OR 617.0501, FLORIDA STATUTES, 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 is: SHARP HOLDINGS, INC.

401 Orange Avenue  
Sanford, Florida 32771

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

David Sharp

(Name)

401 Orange Avenue

(P. O. Box not acceptable)

Sanford, Florida 32771

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated limited liability company 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.*

David Sharp  
(Signature)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FLORIDA 32314

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