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**BLOOM  
BALLEN &  
FREELING**  
ATTORNEYS AT LAW

2295 NW CORPORATE BOULEVARD  
SUITE 117  
BOCA RATON, FLORIDA 33431

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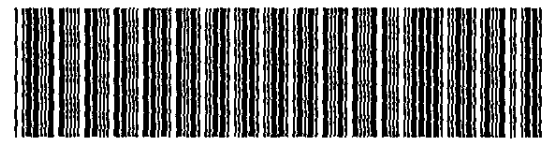
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05 APR 28 AM 9:00  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

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APPROVED  
AND  
FILED

05 28 AM 9:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**DocVault, INC.**

The undersigned subscriber to these articles of incorporation, is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

**ARTICLE I - NAME**

The name of the corporation is DocVault, Inc. (hereinafter, "Corporation").

**ARTICLE II - PURPOSE OF CORPORATION**

This corporation is organized for the following purposes:

- a. To market and sell our document imaging technology to affinity groups nationwide.

**ARTICLE III - PRINCIPAL OFFICE**

The principal office and mailing address of this corporation is 350 Jim Moran Blvd., Deerfield Beach, Florida 33442

**ARTICLE IV - INCORPORATOR**

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

Evan Brovenick, Director/President  
350 Jim Moran Blvd.  
Deerfield Beach, Florida 33442

**ARTICLE V - DIRECTOR(S)**

The Director(s) of the Corporation shall be Evan Brovenick.

## **ARTICLE VI – OFFICERS**

The officers of the Corporation shall be:

President: Evan Brovenick  
Secretary: Justin Brovenick  
Treasurer: Evan Brovenick

## **ARTICLE VII – CORPORATE CAPITALIZATION**

7.1 The maximum number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

7.2 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.3 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify and reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of stock.

## **ARTICLE VIII – SHAREHOLDERS’ RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders’ Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders’ Restrictive Agreement, if any, is on file at the principal office of the Corporation.

## **ARTICLE IX - CORPORATE POWERS**

The corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

## **ARTICLE X – TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE XI – REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

**ARTICLE XII – REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is Jonathan Bloom, Esq., Bloom Ballen & Freeling, Attorneys at Law, 2295 NW Corporate Blvd., Suite 117, Boca Raton, Florida 33431, and the name of its initial registered agent at such address is Jonathan Bloom, Esq.

**ARTICLE XIII – BYLAWS**

The Board of Director(s) of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.


**ARTICLE XIV – EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE XV – AMENDMENT**

The corporation reserves the right to amend, adds to, or repeal any provision contained in these Articles of Incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

Executed by the undersigned on April 12, 2005.

  
Evan Brovenick, Incorporator

APPROVED  
AND  
FILED

05 APR 28 AM 9:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

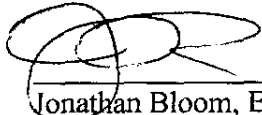
PURSUANT TO THE PROVISIONS OF FS SECTION 607.0501 OR FS SECTION 617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: DocVault, Inc.
2. The name and street address of the registered agent and office is:

Jonathan Bloom, Esq.  
Bloom Ballen & Freeling  
2295 NW Corporate Blvd., Suite 117  
Boca Raton, Florida 33431

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.

Dated: April 12, 2005

  
\_\_\_\_\_  
Jonathan Bloom, Esq.