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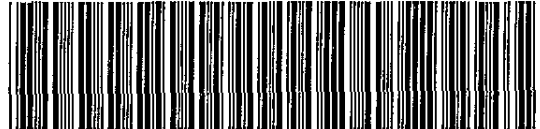
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AND  
05 JUN 17 PM 3:35  
SECRETARY OF STATE  
HALL ANDERSON, CT 06103

BRIAN R. TOUNG, P.A.  
ATTORNEY AT LAW  
213 SILVER BEACH AVENUE  
DAYTONA BEACH, FLORIDA 32118

BOARD CERTIFIED  
CIVIL TRIAL LAWYER

June 13, 2005

TELEPHONE  
(386) 255-3425  
FACSIMILE  
(386) 252-9984  
TOLL FREE  
(800) 365-8063

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32301

RE: Vertical Challenge, Inc.

To whom it may concern:

Enclosed you will find the Articles of Incorporation regarding the above corporation. Please file the same and forward a certified copy of the Articles to this office.

Also enclosed is a check for \$78.75 to cover the following costs and fees:

Filing Fee	35.00
Certified Copy	8.75
Registered Agent	<u>35.00</u>
	\$ 78.75

Thank you for your assistance in this matter.

Very truly yours,

BRIAN R. TOUNG

BRT/dc  
Encls.

RECEIVED  
AND  
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ARTICLES OF INCORPORATION  
OF  
VERTICAL CHALLENGE INC.

05 JUN 17 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers, each a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be **VERTICAL CHALLENGE INC.**,

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 4057 South Waterbridge Circle, Port Orange, Volusia County, Florida. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is One Hundred Shares, having a par value of One Dollar per share.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation

shall be Brian R. Toung. The street address of the initial registered office shall be Brian R. Toung, P.A., 213 Silver Beach Avenue, Daytona Beach, Volusia County, Florida 32118.

#### ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is TEN DOLLARS other valuable consideration.

#### ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VIII - DIRECTORS

This corporation shall initially have David E. Herstein and Philip A. Ryan, IV. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
David E. Herstein, President/Tres.	4057 So. Waterbridge Circle Port Orange, FL 32119
Philip A. Ryan, Vice Pres/Sec.	2947 Bristol Lane S. Daytona, FL 32119

#### ARTICLE IX - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
David Herstein, President	4057 So. Waterbridge Circle Port Orange, FL 32119
Philip A. Ryan, Vice Pres/Sec.	2947 Bristol Lane S. Daytona, FL 32119

#### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is

subject to this reservation.

ARTICLE XI - PRE-EMPTIVE RIGHTS

Every stockholder, upon the sale for cash or any new stock of the same kind, class or series as that which he already holds, 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; which price, in the case of par value shares, may be in excess of par.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 18 day of June, 2005.

David Herstein  
David Herstein, President

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared **David Herstein**, to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

(Notary, please check below)

1. ☒ Personally known to me  
2. ☐ Who has produced \_\_\_\_\_ as identification.

AND

- ☒ Who did not take an oath  
☐ Who did take an oath

SWORN TO AND SUBSCRIBED before me  
this 8 day of JUNE, 2005.

Brian R. Young  
Printed Name: Brian R. Young  
Notary Public  
State and County Aforesaid.



[Notary Seal]

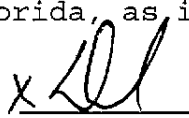
Brian R. Young  
MY COMMISSION # DD221136 EXPIRES  
August 17, 2007  
BONDED THRU TROY FAIR INSURANCE, INC.

My commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

That VERTICAL CHALLENGE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Port Orange, State of Florida, has named Brian R. Toung, Esquire, located at 213 Silver Beach Avenue, City of Daytona Beach, State of Florida, as its Agent to accept service of process within Florida.

x   
\_\_\_\_\_  
David Herstein

Title: President

Date: June 8, 2005

Having been named 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, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
Brian R. Toung, Esquire

Date: June 8, 2005

05 JUN 17 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED  
AND  
AFFIDAVIT