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2005 SEP 16 P 3:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. WHITE SEP 19 2005



FISHER'S LAW OFFICE, P.A.

www.fisherslawoffice.com

September 16, 2005

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Tax Credit Solar.Com, Inc.

Dear Sir or Madam:

Enclosed are the Articles of Incorporation for the above-mentioned new corporation along with our firm's check in the amount of \$70.00 to cover the filing fee.

Sincerely,

Ralph B. Fisher

RBF/md
Enclosures

**ARTICLES OF INCORPORATION
OF
TAX CREDIT SOLAR.COM, INC.**

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ARTICLE I. CORPORATE NAME

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The name of this corporation is: Tax Credit Solar.Com, Inc., and the street address and mailing address of the principal office of this corporation is 18125 U.S. Hwy. 41 N., Suite 109, Lutz, FL 33549.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Ralph B. Fisher
18125 U.S. Hwy. 41 N., Suite 109
Lutz, FL 33549

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street address is:

Ralph B. Fisher
18125 U.S.Hwy. 41 N. #109
Lutz, FL 33549

Allen Gezelman
16502 Hanna Road
Lutz, FL 33549

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

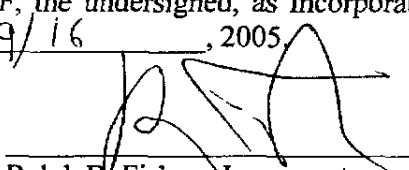
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Ralph B. Fisher
18125 U.S. Hwy. 41 N. #109
Lutz, FL 33549

ARTICLE IX. AMENDMENT

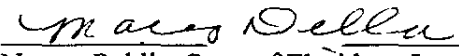
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on 9/16, 2005.


Ralph B. Fisher - Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, personally appeared Ralph B. Fisher, to me known to be the person described as Incorporator and who produced Florida driver's license F260-722-55-416-0 as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on 9/16, 2005.


Notary Public, State of Florida at Large
My commission expires:



Mary Della
Commission # DB 068576
Expires Nov. 16, 2005
Bonded Three
Atlantic Bonding Co., Inc.

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, 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 Tax Credit Solar.Com, Inc.
2. The name of the registered agent is Ralph B. Fisher.
3. The address of the registered agent/registered office is 18125 U.S. Highway 41 N. #109, Lutz, FL 33549.

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TALLAHASSEE, FLORIDA

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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.



RALPH B. FISHER
REGISTERED AGENT