

**Electronic Articles of Incorporation  
For**

P05000145623  
FILED  
October 31, 2005  
Sec. Of State  
jshivers

COUNTERWORX, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is:  
COUNTERWORX, INC.

**Article II**

The principal place of business address:  
1906 SE 88TH STREET  
OCALA, FL. 34480

The mailing address of the corporation is:  
1906 SE 88TH STREET  
OCALA, FL. 34480

**Article III**

The purpose for which this corporation is organized is:  
ANY AND ALL LAWFUL BUSINESS.

**Article IV**

The number of shares the corporation is authorized to issue is:  
100

**Article V**

The name and Florida street address of the registered agent is:  
MICHAEL TOOLEY  
1906 SE 88TH STREET  
OCALA, FL. 34480

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MICHAEL TOOLEY

### **Article VI**

The name and address of the incorporator is:

MICHAEL TOOLEY  
1906 SE 88TH STREET  
OCALA, FL.  
34480

Incorporator Signature: MICHAEL TOOLEY

### **Article VII**

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P  
MICHAEL TOOLEY  
1906 SE 88TH STREET  
OCALA, FL. 34480

Title: VP  
DONNA TOOLEY  
1906 SE 88TH STREET  
OCALA, FL. 34480