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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

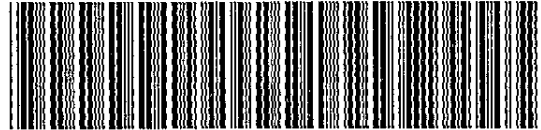
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
05 NOV - 7 AM 11:29

## TRANSMITTAL LETTER

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

**SUBJECT:** Net Gain Associates, Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

**FEES:**

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

**OPTIONAL:**

Certificate of Status	\$ 8.75
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**FROM:** Roger C. Hurd, Esq.

**Name (printed or typed)**

8295 N. Military Trail, Suite A

**Address**

Palm Beach Gardens, FL 33410

**City, State & Zip**

(561) 627-1534

**Daytime Telephone Number**

## CERTIFICATE OF DOMESTICATION

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DIVISION OF CORPORATION  
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The undersigned, Louis A. Servizio, President  
(Name) (Title)

of Net Gain Associates, Inc. a foreign corporation,  
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was September 24, 2003.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was North Carolina.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Net Gain Associates, Inc..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Net Gain Associates, Inc..
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was North Carolina.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of Net Gain Associates, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 3<sup>rd</sup> day of October NOVEMBER, 2005.

21 Henry President  
(Authorized Signature)

### Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

**ARTICLES OF INCORPORATION**  
**IN COMPLIANCE WITH CHAPTER 607, F.S.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION

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**ARTICLE I    NAME**

THE NAME OF THE CORPORATION SHALL BE:  
Net Gain Associates, Inc.

**ARTICLE II    PRINCIPAL OFFICE**

THE PRINCIPAL PLACE OF BUSINESS/MAILING ADDRESS IS:  
102 Sea Oats Drive, Suite 4H  
Juno Beach, FL 33408

**ARTICLE III    PURPOSE**

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:  
to engage in any activities of business permitted under the laws of the United States and the State of Florida

**ARTICLE IV    SHARES**

THE NUMBER OF SHARES OF STOCK IS:  
1,000,000

**ARTICLE V    INITIAL DIRECTORS AND/ OR OFFICERS**

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:  
Louis A. Servizio, Director/President/Secretary/Treasurer  
102 Sea Oats Drive, Suite 4H  
Juno Beach, FL 33408

**ARTICLE VI    INITIAL REGISTERED AGENT AND STREET ADDRESS**

THE **NAME AND FLORIDA STREET ADDRESS** (P.O. BOX NOT ACCEPTABLE) OF THE REGISTERED AGENT IS:  
Louis A. Servizio  
102 Sea Oats Drive, Suite 4H  
Juno Beach, FL 33408

**ARTICLE VII    INCORPORATOR**

THE **NAME AND ADDRESS** OF THE INCORPORATOR IS:  
Louis A. Servizio  
102 Sea Oats Drive, Suite 4H  
Juno Beach, FL 33408

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**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 AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.**

La Servizio  
Signature/Registered Agent / Incorporator

11/3/05  
Date