

**Electronic Articles of Incorporation
For**

P06000020621
FILED
February 09, 2006
Sec. Of State
dwhite

PROAXE, 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:

PROAXE, INC.

Article II

The principal place of business address:

8615 SHIRLEY DRIVE
TEMPLE TERRACE, FL. 33617

The mailing address of the corporation is:

8615 SHIRLEY DRIVE
TEMPLE TERRACE, FL. 33617

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:

2000 SHARES ISSUED @ .01 PAR VALUE

Article V

The name and Florida street address of the registered agent is:

KAREY FRANKLIN II
8615 SHIRLEY DRIVE
TEMPLE TERRACE, FL. 33617

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

P06000020621
FILED
February 09, 2006
Sec. Of State
dwhite

Registered Agent Signature: KAREY FRANKLIN II

Article VI

The name and address of the incorporator is:

KERRY WALSH
INCORPORATETIME.COM, INC.
35-37 CARLETON AVE. SUITE 200
ISLIP TERRACE, NY 11752

Incorporator Signature: KERRY WALSH

Article VII

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

Title: P/D
KAREY FRANKLIN II
8615 SHIRLEY DRIVE
TEMPLE TERRACE, FL. 33617