FROM : REZNICSEK&FRASER

FAX ND. :9045671066

Jun. 07 2006 03:00PM P2

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DOMESTICATION

Majority Strategies, Inc.

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CERTIFICATE OF DOMESTICATION

The undersigned, Sam Van Voorhis, President of Majority Strategies, Inc. a foreign corporation, in accordance with s. 607.1801, Florida Statutes, does hereby certify:

- 1. The date on which the corporation was first formed was January 23, 1997.
- The jurisdiction where the above named corporation was first formed, incorporated or otherwise came into being was Ohio.
- The name of the corporation immediately prior to the filing of the Certificate of Domestication was Majority Strategies, 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 Majority Strategies, 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 Ohio.
- 6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am San Van Voorhis, of Majority Strategies, Inc. and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 3!

Sam Van Voorhis

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ARTICLES OF INCORPORATION OF MAJORITY STRATEGIES, INC.

The undersigned, for the purpose of domesticating an Ohio corporation in the state of Florida hereby adopts the following Articles of Incorporation.

Article I Name and Duration

The name of this corporation is Majority Strategies, Inc. The duration of the corporation is perpetual.

Article II Principal Office

The initial principal office and mailing address of this corporation is:

13 Maria Place Ponte Vedra Beach, FL 32082

Article III Purpose

The purpose of this corporation is to provide consultation and support services to candidates in and for political office and to engage in any lawful act or activity for which a corporation may be organized under the laws of the State of Florida.

Article IV Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is eight hundred and fifty (850) shares having no par value.

Article V Registered Office and Agent

The street address of the registered office of this corporation is 13 Maria Place, Ponte Vedra Beach, FL 32082 and the name of the registered agent of this corporation at that address is Sam Van Voorhis.

SECRETARY OF STATE

FROM : REZNICSEK&FRASER

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Article VI Directors

- 1. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one (1). The manner of selection of directors shall be as provided in the bylaws.
- 2. The name and street address of the sole member of the board of directors of this corporation is:

Name Sam Van Voorhis Address
13 Maria Place
Ponte Vedra Beach, FL 32082

3. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

Article VII Bylaws

The power to adopt, amend or repeal bylaws for the management of this corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to the amendment or repeal by the Board of Directors.

Article VIII Incorporator

The name and street address of the incorporator of this corporation is Sam Van Voorhis, 13 Maria Place, Ponte Vedra Beach, FL 32082.

Article IX Amendment

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 31st day of May, 2006.

as Incorporator

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CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 48.091, 607.0501, 607.0505 and 621.13, Florida Statutes, the following is submitted:

Majority Strategies, Inc., desiring to organize or qualify under the laws of the State of Florida hereby designates Sam Van Voorhis, as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 13 Maria Place, Ponte Vedra Beach, FL 32082.

May 31, 2006

MAJORITY STRATEGIES, INC.

Sam Van Voorhis, President

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

May 31, 2006

Sam Van Voorhis, as Registered Agent