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FLORIDA PROFIT/NON PROFIT CORPORATION

JAMES COOPER & COMPANY INC.

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August 10, 2006

FLORIDA DEPARTMENT OF STATE
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FAS-T CORP

SUBJECT: JAMES COOPER & COMPANY

REF: W06000035308

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing dover sheet.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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Tim Burch
Document Specialist
New Filing Section

FAX Aud. #: H06000200423 Letter Number: 006A00049735

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

<u>ARTICLE LNAME</u>

The name of the corporation shall be:

James Cooper & Company INC .

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2196 Main Street, Suite L. Donedia, FL 34698

<u>ARTICLE IU NATURE OF BUSINESS</u>

This corporation may engage in every aspect of the business of rendering the same professional services to the Public that a consulting company duly licensed under the laws of the State of Florida, is authorized to render. This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory of the nation.

ARTICLES IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

7,500 Shares

ARTICLE V BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is one and the names 2 and address of the persons who are to serve as the directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

PRESIDENT AND SECRETARY:

James D. Cooper, Jr. 2196 Main Street, Suite L Dunedin, FL 34698

VICE PRESIDENT AND TREASURER:

James D. Cooper, Ir. 2196 Main Street, Suite L Dunedin, FL 34698

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS:

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

James D. Cooper, Jr. 2196 Main Street, Suita L. Dunedin, FL 34698

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 hereby accept the appointment as a registered agent and agree to act in this capacity. I finither 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.

Signature/Registered Agent

Date

ARTICLE VII INCORPORATOR:
The name and address of the incorporator of these Articles of Incorporation are:

James D. Ceoper, Jr.
2196 Main Street, Suite L
Dunedin, FL 34698

Signature/Incorporator

Date

(An Additional Article must be added if an effective date is requested)