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SECRETARY OF STATE
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FLORIDA PROFIT/NON PROFIT CORPORATION

fifth wave, inc.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
FIFTH WAVE, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I- Name

The name of the Corporation is: FIFTH WAVE, INC.

ARTICLE II- Purpose

The purpose for which the corporation is organized is to engage in any activities or business permitted under the laws of the United States and the State of Florida and its duration is perpetual.

ARTICLE III- Capital Stock

This corporation is authorized to issue One Hundred (100) shares of stock having no par value. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV- Principal Office Address/ Initial Registered Office and Agent

The street address of the Corporation's initial principal office is:

809 Ponce Del Leon Blvd.
Belleair, Florida 33756

The initial registered agent's name and address for the Corporation's initial registered office is:

Thomas J. Farrell
809 Ponce Del Leon Blvd.
Belleair, Florida 33756

Copyright © These Articles of Incorporation and Designation were prepared by the Pinellas Legal Center, PL John P. Joseph, Esquire whose office is located at 2429 Central Avenue Suite #210 St. Petersburg, Florida 33713. Florida Bar Number: #0607274

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ARTICLE V- Board of Directors

The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporation's by-laws, but shall never be less than one. The name and address of the person who will serve on the initial board of directors are:

Thomas J. Farrell
809 Ponce Del Leon Blvd.
Belleair, Florida 33756

ARTICLE VI- Incorporator

The name and street address of the Incorporator signing these articles of incorporation is:

Thomas J. Farrell
809 Ponce Del Leon Blvd.
Belleair, Florida 33756

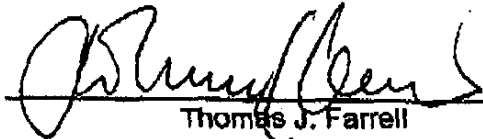
ARTICLE VII- Indemnification

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE VIII- Amendment

This corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, or any amendments hereto, and to enact By-Laws, in manner now or hereafter prescribed by law and all rights conferred on Directors and Officers herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation or any amendments hereto.


Thomas J. Farrell
President and Secretary

September 18, 2006
Date

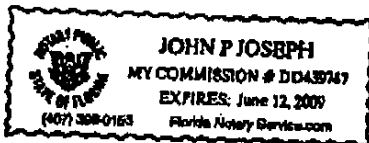
ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and in the County aforesaid to take acknowledgments, personally appeared Thomas J. Farrell to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he/she executed the same and who is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this 18th day of September 2006.




NOTARY PUBLIC, STATE OF FLORIDA

Notary's printed name: John P. Joseph

(SEAL)

 Personally known

 * Produced identification

Type of identification produced FL Drivers License # F640-830-50-168-0

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED. IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIFTH WAVE, INC. desiring to organize or qualify under the laws of the State of Florida, within its principal place of business at the city of Belleair, State of Florida, has named Thomas J. Farrell located at 809 Ponce Del Leon Blvd. Belleair, Florida, as its agent to accept service of process within Florida.

TOTAL P.05

SIGNATURE: 

Thomas J. Farrell

Title: President

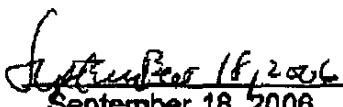
DATE: September 18, 2006

ACCEPTANCE OF REGISTERED AGENT

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


Thomas J. Farrell

President and Secretary


September 18, 2006

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