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DIVISION OF CORPORATIONS

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From:

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FLORIDA PROFIT/NON PROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
UPGRADES BY DESIGNS OF FLORIDA, INC.**

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

**ARTICLE I
NAME**

The name of the corporation shall be **UPGRADES BY DESIGNS OF FLORIDA, INC.**

**ARTICLE II
CORPORATE EXISTENCE**

The corporation shall exist in perpetuity commencing as of November 15, 2006.

**ARTICLE III
INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office of this corporation shall be 1404 South 14th Street, Jacksonville Beach, Florida 32250. The mailing address of this corporation shall be: 1404 South 14th Street, Jacksonville Beach, Florida 32250.

**ARTICLE IV
SHARES**

This number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares.

**ARTICLE V
FEDERAL NUMBER**

This corporation HAS APPLIED for a Federal Employer Identification number.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Norman V. Watson

1404 South 14th Street
Jacksonville Beach, Florida 32250

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ARTICLE VII
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are: **Law Offices of C. Guy Bond, P.A., 11512 Lake Mead Avenue, Suite 303, Jacksonville, Florida 32256.**

ARTICLE IX
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: **Norman V. Watson, 1404 South 14th Street, Jacksonville Beach, Florida 32250.**

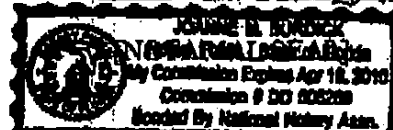
Norman V. Watson
Norman V. Watson

11/15/06
Date

STATE OF FLORIDA
COUNTY OF ST. JOHN'S

The foregoing instrument was acknowledged before me this 15th day of November, 2006 by Norman V. Watson, who is personally known to me or who produced a _____ as identification.

Joanne M. Burdick
Printed Name: JOANNE M. BURDICK



Having been named as registered agent and to accept service of process for the above stated Florida Corporation or partnership named in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 607 Florida Statutes.

Law Offices of C. Guy Bond, P.A.

By *Mary G. Morcom*
Mary G. Morcom, Vice President

11/15/06
Date