

**Electronic Articles of Incorporation
For**

P06000147810
FILED
November 29, 2006
Sec. Of State
bmcknight

IN2PLACE INVESTMENTS 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:

IN2PLACE INVESTMENTS INC.

Article II

The principal place of business address:

6819 GUILFORD CREST DRIVE
APOLLO BEACH, FL. 33572

The mailing address of the corporation is:

6819 GUILFORD CREST DRIVE
APOLLO BEACH, FL. 33572

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:

1

Article V

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

GILLIAN WAWRZYNIAKOWSKI
6819 GUILFORD CREST DRIVE
APOLLO BEACH, FL. 33572

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

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Registered Agent Signature: GILLIAN WAWRZYNIAKOWSKI

Article VI

The name and address of the incorporator is:

MATTHEW S SENGE
6819 GUILFORD CREST DRIVE

APOLLO BEACH

Incorporator Signature: MATTHEW SENGE

Article VII

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

Title: VP
GILLIAN WAWRZYNIAKOWSKI
6819 GUILFORD CREST DRIVE
APOLLO BEACH, FL. 33572

Title: CFO
CHRISTOPHER SENGE
6819 GUILFORD CREST DRIVE
APOLLO BEACH, FL. 33572

Article VIII

The effective date for this corporation shall be:

12/01/2006