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FLORIDA PROFIT/NON PROFIT CORPORATION

StarCAM, Inc.

Certificate of Status	1
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**Articles of Incorporation
of
StarCAM, Inc.**

ARTICLE I - Name and Address

The name of this corporation is StarCAM, Inc. The principal office and mailing address of the corporation is 1415 Pinehurst Road, Suite M, Dunedin, Florida 34698.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 10,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1415 Pinehurst Road, Suite M, Dunedin, Florida 34698, and the name of the initial registered agent of this corporation at that address is Gregory A. Pearson.

ARTICLE V - Incorporator

The name of the person signing these Articles is Gregory A. Pearson whose address is 1415 Pinehurst Road, Suite M, Dunedin, Florida 34698.

ARTICLE VI - Initial Board of Directors

The number of Directors constituting the initial Board of Directors of the Corporation shall be one, and the name and address of the person sworn to serve as the sole Director until the first annual meeting of shareholders or until his successor is elected and qualified are:

NAME

ADDRESS:

Gregory A. Pearson

1415 Pinehurst Road, Suite M
Dunedin, Florida 34698

Prepared By:

Michael G. Little, Esq.
Johnson, Pope, Bokor, Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
(727) 461-1818
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ARTICLE VII - OFFICERS

The name and address of the person who shall serve in the offices designated opposite his name until successors are designated by the Board of Directors are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Gregory A. Pearson	President/Secretary/ Treasurer	1415 Pinehurst Road, Suite M Dunedin, Florida 34698

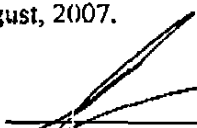
ARTICLE VIII - Indemnification

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

ARTICLE IX - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original incorporator, has executed these Articles of Incorporation this 20th day of August, 2007.


GREGORY A. PEARSON

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CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

Pursuant to Fla. Stat. §48.091, StarCAM, Inc., desiring to organize under the laws of the State of Florida, hereby designates the undersigned as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

Dated: August 20, 2007


GREGORY A. PEARSON

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