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Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : BUSINESS FILINGS Account Number : 105256001620 : (608)827-5300 Phone

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FLORIDA PROFIT/NON PROFIT CORPORATION

Free Up USA, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	02
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Electronic Filing Menu

Corporate Filing Menu

Help

07 SEP 14 PH 2:28

FAX AUDIT # H07000228789 3

ARTICLES OF INCORPORATION

In compliance with Chapter 607, F.S.

ARTICLE I NAME

The name of the corporation shall be: Free Up USA, Inc.

PRINCIPAL OFFICE ARTICLE II

The principal place of business and mailing address of this corporation shall be: 1522 Romallo Lane, Sarasota, Florida 34232

ARTICLE III **PURPOSE**

The purpose for which the corporation is organized is: All lawful business

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000. The par value of each share of stock is \$0.01.

OFFICERS/DIRECTORS ARTICLE V

The initial directors of the corporation are:

Rachel Stark, 1522 Romallo Lane, Sarasota, Florida 34232

Frank Catrone, 169 Young Avenue, Cedar Grove, New Jersey 07009

The initial officers of the corporation are:

Rachel Stark, President, 1522 Romallo Lane, Sarasota, Florida 34232

Frank Catrone, Vice-President, 169 Young Avenue, Cedar Grove, New Jersey 07009

REGISTERED AGENT ARTICLE VI

The name and Florida Street address of the registered agent is: Business Filings Incorporated, 1203 Governors Square Blvd, Suite 101, Tallahassee, Florida 32301-2960. Located in the County of Leon.

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Business Filings Incorporated, 8025 Excelsior Dr., Suite 200, Madison, WI 53717.

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

Signature:

Business Filings Incorporated Mark Williams, A.V.P.

Date: 13th day of September, 2007

Signature:

Date: 13th day of September, 2007

Business Filings Incorporated, Incorporator

Mark Williams, A.V.P.

The document was prepared by: Business Filings Incorporated, Mark Williams, 8025 Excelsior Dr., Suite 200, Madison, WI 53717. 608-827-5300

FAX AUDIT # H07000228789 3