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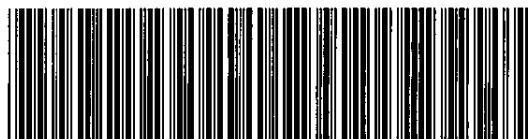
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SHUMAKER

Shumaker, Loop & Kendrick, LLP

MEREDITH D. LUKOFF
(813) 221-7153
mlukoff@slk-law.com

Bank of America Plaza 813.229.7600
101 East Kennedy Boulevard 813.229.1660 fax
Suite 2800
Tampa, Florida 33602

www.slk-law.com

December 5, 2007

Florida Department of State
Corporate Filings
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

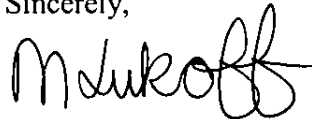
Re: Articles of Incorporation - Grasshopper Technologies, Inc.

Dear Sir or Madam:

Enclosed for filing please find the original Articles of Incorporation for *Grasshopper Technologies, Inc.* Please invoice Shumaker, Loop & Kendrick, LLP's account #SHUM02 for payment of the filing fee and certified copy.

Thank you in advance for your time and cooperation. Please do not hesitate to call me if you have any questions.

Sincerely,



Meredith D. Lukoff

MDL/cs
Enclosure



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 11, 2007

SHUMAKER, LOOP & KENDRICK, LLP
ATTN: MEREDITH D. LUKOFF
101 E. KENNEDY BLVD., SUITE 2800
TAMPA, FL 33602

SUBJECT: GRASSHOPPER TECHNOLOGIES, INC.
Ref. Number: W07000060076

We have received your document for GRASSHOPPER TECHNOLOGIES, INC..
However, upon receipt of your document no check was enclosed. Please send a
check or money order payable to the Department of State for \$78.75. Your
document will be retained in our pending file.

If you have any further questions concerning your document, please call (850)
245-6921.

Maryanne Dickey
Document Specialist Supervisor
New Filing Section

Letter Number: 007A00069567

SHUMAKER

Shumaker, Loop & Kendrick, LLP

MEREDITH D. LUKOFF
(813) 221-7153
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101 East Kennedy Boulevard 813.229.1660 fax
Suite 2800
Tampa, Florida 33602

www.slk-law.com

December 18, 2007

Ms. Maryanne Dickey
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation - Grasshopper Technologies, Inc.
Letter Number: 007A00069567
Reference Number: W07000060076

Dear Ms. Dickey:

We received the above-referenced letter dated December 11, 2007, a copy of which is enclosed. Also enclosed is Shumaker, Loop & Kendrick, LLP's check number 83663 in the amount of \$78.75 to be applied toward the filing and a certified copy of the Articles of Incorporation for *Grasshopper Technologies, Inc.*

Thank you for your attention to this matter. Feel free to contact this office if you have any questions.

Sincerely,



Meredith D. Lukoff

MDL/cs
Enclosures

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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
GRASSHOPPER TECHNOLOGIES, INC.**

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of incorporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, and other laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be Grasshopper Technologies, Inc.

ARTICLE II

TERM OF EXISTENCE

The duration of this Corporation shall be perpetual until dissolved according to law.

ARTICLE III

CORPORATE PURPOSES

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STRUCTURE

The maximum number of shares of stock that this Corporation is authorized to issue at any one time is 100 shares of common stock, having a par value of 1.00 per share. 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 V

INITIAL REGISTERED AGENT

The initial registered agent of this Corporation shall be Ronald A. Christaldi. The street address of the initial registered agent of this Corporation shall be 101 East Kennedy Boulevard, Suite 2800, Tampa, Florida 33602.

ARTICLE VI

PRINCIPAL OFFICE

The street and mailing address of the initial principal office of this Corporation shall be 4207 S. Dale Mabry, Suite 9202, Tampa, Florida 33611.

ARTICLE VII

BOARD OF DIRECTORS

There shall be a Board of Directors for this Corporation which shall consist of not less than one (1) director. Except for the number constituting the initial Board of Directors, the appointment of directors shall be decided by majority vote of the shareholders.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The name and street address of the member of the initial Board of Directors of this Corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until his or her successor is elected and qualified, or until his or her resignation, removal from office, or death is:

Name:

Alexander S. Walter, Jr.

Address:

4207 S. Dale Mabry, Suite 9202
Tampa, Florida 33611

ARTICLE IX

VOTING

The method of voting on corporate matters shall be as set forth in the Bylaws.

ARTICLE X

INCORPORATOR

The name and street address of the incorporator is:

Alexander S. Walter, Jr.
4207 S. Dale Mabry, Suite 9202
Tampa, Florida 33611

ARTICLE XI

BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors or the shareholders.

ARTICLE XII

INDEMNIFICATION

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

ARTICLE XIII

AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation or any provision herein may be amended, changed or repealed at any time by a resolution, adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the Corporation.

IN WITNESS WHEREOF, the incorporator executed these Articles of Incorporation this
20 day of OCTOBER, 2007.

Alex S. Walter, Jr.
Alexander S. Walter, Jr.
as INCORPORATOR

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07 DEC 20 PM 3:55

ACCEPTANCE OF APPOINTMENT AS 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.

Ronald Christaldi
Registered Agent-Ronald A. Christaldi

12/4/07
Date