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GB APR -7 AH 8: 15 VALLAHASSEE, FLORIDA

FFFECTIVE DATE 4/1/08

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Loring I	nteractive, Corp (PROPOSED CORPOR	ATE NAME – <u>MUST INCI</u>	JUDE SUFFIX)
Enclosed are an orig	inal and one (1) copy of the art	ticles of incorporation and	I a check for:
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	
FROM: Tr	avis Loring Berger Nam	e (Printed or typed)	
	4613 Purdue Drive	Address	
	Boynton Beach Cit	y, State & Zip	
	(917) 804-5193 Daytime	Telephone number	<u>, , , , , , , , , , , , , , , , , , , </u>

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

<u>OF</u>

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Loring Interactive, Corp.

SECRETARY OF STATE
TALL AHASSEE, FLORIDA
EFFECTIVE DAIE 4/1/08

KNOW ALL MEN BY THESE PRESENT, that I, Travis Loring Berger, a natural person over the age of eighteen, hereby organize a Corporation pursuant to the laws of the State of Florida for the objects and purposes set forth hereunder.

ARTICLE 1.0 NAME AND DURATION

The name of the Corporation is: Loring Interactive, Corp.

The existence of the Corporation shall begin on April 1st, 2008.

The Corporation shall, if not sooner dissolved, have perpetual existence.

ARTICLE 2.0 REGISTERED OFFICE

- 2.1 <u>Registered Agent</u>. The street address of the initial registered office of the Corporation is 4613 Purdue Drive, Boynton Beach Florida, 33436 and the name of the Registered Agent is TRAVIS LORING BERGER.
- 2.2 <u>Contact Addresses</u>. The Florida Secretary of State may contact the following authorized person regarding this document: <u>Name</u>: TRAVIS LORING BERGER; <u>Address</u>: 4613 Purdue Drive, Boynton Beach Florida, 33436; <u>Telephone</u>: (561) 737-7891; <u>Fax</u>: (561) 737-7891; <u>E-mail</u>: travis@loringinteractive.com.
- 2.3 <u>Individual Filing Document</u>. The individual(s) who causes this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, is: TRAVIS LORING BERGER, 4613 Purdue Drive, Boynton Beach, Florida 33436

ARTICLE 3.0 PRINCIPAL OFFICE

The location of the principal office of the Corporation is 4613 Purdue Drive, Boynton Beach, Florida 33436. The Corporation's books shall be kept at said office. The Corporation may conduct all or part of its business in any part of Florida or the United States, and may from time to time establish and maintain such other offices as may be determined by the Board of Directors.

ARTICLE 4.0 INCORPORATOR

The name and address of the incorporator is TRAVIS LORING BERGER, 4613 Purdue Drive, Boynton Beach, Florida 33436

ARTICLE 5.0 BUSINESS AND ACTIVITIES

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 6.0 BOARD OF DIRECTORS

- 6.1 <u>Authority of Board</u>. The corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed and conducted under the direction of the Board of Directors, the number of which, terms provided, shall be established by the Bylaws of the Corporation.
- 6.2 <u>Initial Board</u>. The names and addresses of the persons who are to serve as Directors until the first annual meeting or until their successors shall be elected and qualified are as follows:

TRAVIS LORING BERGER

4613 Purdue Drive Boynton Beach, Florida 33436

The directors shall be elected at each annual meeting of the shareholders, provided that vacancies may be filled by election by the remaining directors, though less than a quorum, or by the shareholders at a special meeting called for that purpose. Despite the expiration of the director's term, a director continues to serve until his or her successor is elected and qualifies.

6.3 <u>Number and Terms of Directors</u>. The number of Directors and their terms of office and the staggering of terms shall be established by the Bylaws.

ARTICLE 7.0 OFFICERS

The officers of the Corporation, their manner of selection and powers, shall be as set forth in the Bylaws of the Corporation.

ARTICLE 8.0 CAPITAL

8.1 <u>Number of Shares.</u> The aggregate number of shares which the Corporation shall have authority to issue is 100 shares of common stock with \$1.00 value per share and to issue no shares of preferred stock. No share shall be issued until it has been paid for and it shall thereafter be nonassessable.

ARTICLE 9.0 INDEMNIFICATION

9.1 The Corporation shall indemnify, to the fullest extent permitted by applicable law in effect from time to time, any person, and the estate and personal representative of any such person, against all liability and expense (including attorneys' fees) incurred by reason of the fact that he is or was a director [or officer] of the Corporation or, while serving as a director [or officer] of the Corporation, he is or was serving at the request of the Corporation as a director, officer, partner, trustee, employee, fiduciary, or agent of, or in any similar managerial or fiduciary position of, another domestic or foreign corporation or other individual or entity or of an employee benefit plan. The Corporation shall also indemnify any person who is serving or has served the Corporation as director, officer, employee, fiduciary, or agent, and that person's estate and personal representative, to the extent and in the manner provided in any bylaw, resolution of the shareholders or directors, contract, or otherwise, so long as such provision is legally permissible.

ARTICLE 10.0 LIMITATION ON DIRECTOR LIABILITY

liable to the Corporation or to its shareholders for monetary damages for breach of fiduciary duty as a director; except that this provision shall not eliminate or limit the liability of a director to the Corporation or to its shareholders for monetary damages otherwise existing for (i) any breach of the director's duty of loyalty to the Corporation or to its shareholders; (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) specified in applicable Florida law; or (iv) any transaction from which the director directly or indirectly derived any improper personal benefit. If the applicable Florida laws are hereafter amended to eliminate or limit further the liability of a director, then, in addition to the elimination and limitation of liability provided by the preceding sentence, the liability of each director shall be eliminated or limited to the fullest extent permitted by the applicable Florida law, and as so amended. Any repeal or modification of this Article 10.0 shall not adversely affect any right or protection of a director of the Corporation under this Article 10.0, as in effect immediately prior to such repeal or modification, with respect to any liability that would have accrued, but for this Article 10.0, prior to such repeal or modification.

ARTICLE 11.0 AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by the holders of the majority of the stock issued and entitled to be voted, unless all the directors and the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE 12.0 AMENDMENTS

The power to adopt, alter, amend or repeal By-Laws of this Corporation shall be vested in the Shareholders of the Board of Directors of this Corporation provided, however, that any Shareholders shall be void, and the Directors may not alter, amend or repeal any By-laws adopted by the Shareholders.

In the WHITNESS WHEROF, the undersigned Incorporator has executed these Articles of Incorporation this __April 1st, 2008

wis Loring Berger

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent to accept service of process for the above stated corporation at the place designated in those Articles, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

rayis Loring Berger

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SECRETARY OF STATE
SECRETARY OF STATE