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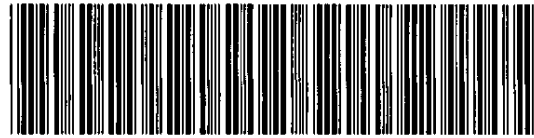
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2008 AUG 11 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CL. 8-13

SMITH HULSEY & BUSEY

ANNIKA D. WALLACE
DIRECT 904.359.7735
AWALLACE@SMITHHULSEY.COM

July 29, 2008

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Coalesco, Inc.

Dear Sir or Madam:

Enclosed is an executed copy of the Articles of Incorporation of CoalesCo, Inc. for filing with the Florida Secretary of State. Also enclosed is a Consent to Use of Name signed by the General Partner of CoalesCo, Ltd., a Texas limited partnership qualified to do business in Florida, which is in the process of winding up its business. The owners of CoalesCo, Ltd. will also own CoalesCo, Inc. According to Carolyn Lewis and Clarita Golden in the corporation filing office, the enclosed documents are sufficient to permit CoalesCo, Inc. to use that name.

Thank you in advance for your assistance with this filing. Please feel free to contact me at (904) 359-7735 with any questions.

Very truly yours,

Annika D. Wallace

Annika D. Wallace

00615922
Enclosures

W0830566

ATTORNEYS

225 WATER STREET, SUITE 1800 • P.O. BOX 53315 • JACKSONVILLE, FL 32201-3315
OFFICE 904.359.7700 • FAX 904.359.7708



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 4, 2008

SMITH HULSEY & BUSEY
P.O. BOX 53315
JACKSONVILLE, FL 32201-3315

SUBJECT: COALESCO, INC.
Ref. Number: W08000036566

We have received your document for COALESCO, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

Your document will be retained in our pending file.

The corporate filing fees for profit and nonprofit, domestic or foreign are as follows:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

Please check the name of the general partner of the Ltd. You have the wrong name as the general partner. You have Collaborative Ventures, llc, but our records show it as Collaborative Partners, LLC.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis
Regulatory Specialist II
New Filing Section

Letter Number: 108A00044384

SMITH HULSEY & BUSEY

August 12, 2008

Registration Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301
Attn: Carolyn Lewis

Re: Coalesco, Inc.
Reference Number: W08000036566

Dear Carolyn:

Per your letter dated August 4, 2008 (a copy of which is enclosed), enclosed is corrected original and copy of the Consent to Use of Name signed by the General Partner of CoalesCo, Ltd., a Texas limited partnership qualified to do business in Florida. Also enclosed is a check in the amount of \$70.00 in payment of the filing fee and return Federal Express package for your convenience.

Thank you in advance for your assistance with this filing. Please feel free to contact me at (904) 359-7766 with any questions.

Very truly yours,



Patrice T. De Wees

00620664
Enclosures

ATTORNEYS

225 WATER STREET, SUITE 1800 • P.O. BOX 53315 • JACKSONVILLE, FL 32201-3315
OFFICE 904.359.7700 • FAX 904.359.7708 • FEDERAL ID 59-2100518

CONSENT TO USE OF NAME

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2008 AUG 11 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as the General Partner of CoalesCo, Ltd., a Texas limited partnership qualified to do business in Florida, hereby consents to the use of the name "CoalesCo, Inc." pursuant to Articles of Incorporation to be filed with the Florida Secretary of State by CoalesCo, Inc. for the purpose of forming a new Florida corporation in accordance with the laws of the State of Florida.

Dated as of July 22, 2008

COALESCO, LTD., a Texas limited partnership

By its general partner:

COLLABORATIVE PARTNERS, L.L.C.,
a Texas limited liability company

By: 

Robert P. Bissell
Manager

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**ARTICLES OF INCORPORATION
OF
COALESCO, INC.**

2008 AUG 11 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I-NAME

The name of this Corporation is CoalesCo, Inc.

ARTICLE II-PRINCIPAL OFFICE

The street address of the initial principal place of business and mailing address of this Corporation are 19 South Sea Winds Lane, Ponte Vedra Beach, Florida 32082.

ARTICLE III-NATURE OF BUSINESS

The purpose for which this Corporation is organized is to conduct any and all lawful business.

ARTICLE IV-CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common stock.

ARTICLE V-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are Smith Hulsey & Busey, Professional Association, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

ARTICLE VI-INDEMNIFICATION

Directors and officers of this Corporation shall, and employees and agents may, be indemnified to the fullest extent permitted by Florida law.

ARTICLE VII-INCORPORATOR

The name and street address of the incorporator are Stephen D. Moore, Jr., 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

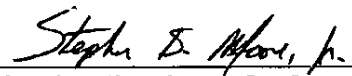
ARTICLE VIII-BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and from time to time may modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE IX-AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of July, 2008.



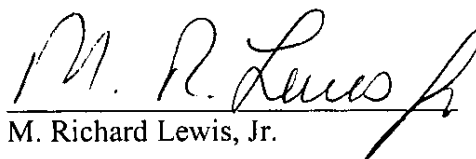
Stephen D. Moore, Jr., Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, CoalesCo, Inc., organized under the laws of the State of Florida, submits the following statement in designating its registered office/registered agent in the State of Florida.

1. The name of the Corporation is CoalesCo, Inc.
2. The name and address of the registered agent and office are Smith Hulsey & Busey, Professional Association, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, SMITH HULSEY & BUSEY, PROFESSIONAL ASSOCIATION, HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. SMITH HULSEY & BUSEY, PROFESSIONAL ASSOCIATION, FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.


M. Richard Lewis, Jr.

Date: July 29, 2008

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA