

**Electronic Articles of Incorporation
For**

P11000003756
FILED
January 11, 2011
Sec. Of State
jshivers

PRO FACTORY, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PRO FACTORY, INC.

Article II

The principal place of business address:

3942 SE 8TH STREET
OCALA, FL. US 34471

The mailing address of the corporation is:

3942 SE 8TH STREET
OCALA, FL. US 34471

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

2000

Article V

The name and Florida street address of the registered agent is:

CHRIS RUSSELL
3942 SE 8TH STREET
OCALA, FL. 34471

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: CHRIS RUSSELL

P11000003756
FILED
January 11, 2011
Sec. Of State
jshivers

Article VI

The name and address of the incorporator is:

JACKIE MARCINIW
310 4TH AVENUE SOUTH
SUITE 1100
MINNEAPOLIS, MN 55415

Electronic Signature of Incorporator: JACKIE MARCINIW

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
CHRIS RUSSELL
3942 SE 8TH STREET
OCALA, FL. 34471 US

Title: VP
CHRIS RUSSELL
3942 SE 8TH STREET
OCALA, FL. 34471 US

Title: S
CHRIS RUSSELL
3942 SE 8TH STREET
OCALA, FL. 34471 US

Title: T
CHRIS RUSSELL
3942 SE 8TH STREET
OCALA, FL. 34471 US