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1.

The Performance Exchange, Inc.  
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(CORPORATE NAME AND DOCUMENT #)

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**SPECIAL INSTRUCTIONS:**

**ARTICLES OF INCORPORATION**  
**OF**  
**THE PERFORMANCE EXCHANGE, INC.**

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13 FEB 25 PM 4:29  
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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

**ARTICLE I**  
**Name and Address**

The name of the Corporation shall be **THE PERFORMANCE EXCHANGE, INC.**, and its mailing address is 801 W. Bay Dr., #324, Largo, FL 33770.

**ARTICLE II**  
**Purpose and Powers**

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

**ARTICLE III**  
**Term of Existence**

The Corporation shall have perpetual existence. Corporate existence shall commence as of the date of filing.

**ARTICLE IV**  
**Capital Stock**

The Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, \$.01 par value.

**ARTICLE V**  
**Board of Directors**

Section 1. The business and affairs of the Corporation shall be managed by a Board of

Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of one Director, whose name and address is as follows:

<u>Name</u>	<u>Address</u>
George P. Comunale	801 W. Bay Dr. #324 Largo, FL 33770

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws

#### ***ARTICLE VI***

##### ***Bylaws***

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

#### ***ARTICLE VII***

##### ***Amendments***

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

#### ***ARTICLE VIII***

##### ***Registered Office and Agent***

Section 1. The street address of the initial registered agent of the Corporation shall be 4731 Central Avenue, St. Petersburg, Florida 33713.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be Alan M. Gross.

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**ARTICLE IX**  
**Incorporator**

The name and address of the incorporator is:

**Name**

**Address**

**GEORGE P. COMUNALE**

**801 W. Bay Dr. #324  
Largo, FL 33770**

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this \_\_\_\_\_ day of February, 2013.

  
\_\_\_\_\_  
**GEORGE P. COMUNALE**

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA       )  
COUNTY OF PINELLAS   )

The foregoing instrument was acknowledged before me this 20 day of February, 2013, by **GEORGE P. COMUNALE**, who ☐ is personally known to me or ☐ has produced \_\_\_\_\_ as identification and who ☐ did ☐ did not take an oath.

My Commission Expires:

  
\_\_\_\_\_  
Notary Public

(SEAL)

\_\_\_\_\_  
(Print Name of Notary Public on this line)



**ACCEPTANCE**

I hereby accept to act as initial Registered Agent for **THE PERFORMANCE EXCHANGE, INC.**, as stated in these Articles of Incorporation.

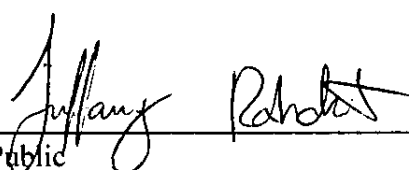


\_\_\_\_\_  
**ALAN M. GROSS**

STATE OF FLORIDA       )  
COUNTY OF PINELLAS    )

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of February, 2013,  
by **ALAN M. GROSS**, who ☒ is personally known to me or ☐ has produced \_\_\_\_\_  
\_\_\_\_\_ as identification and who ☐ did ☐ did not take an oath.



My Commission Expires:

\_\_\_\_\_  
Notary Public

\_\_\_\_\_  
(SEAL)



\_\_\_\_\_  
(Print Name of Notary Public on this line)