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LAWRENCE N. REYNOLDS
250 West Sample Road, #B204
Pompano Beach, FL 33064

Phone (305) 943-5765

Date: 1/17/75

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****122.50 ****122.50

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

Re: NOHELP, INC.

To whom it may concern:

For filing, enclosed please find the original Articles of Incorporation (and one copy) for the above-referenced corporation along with a check for \$122.50 payable to the Florida Secretary of State. Please return a certified copy of the articles to this office.

Thank you for your attention to this matter and feel free to contact this office if you have any questions or need additional information.

Sincerely,

Lawrence N. Reynolds
Lawrence N. Reynolds, CPA

NR R94-5707

FILED
95 JAN 23 4H 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NOHELP, INC.

95 JAN 23 44 7:56
FILED
SECRETARY OF STATE
TENNESSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation is

NOHELP, INC.

(250 West Sample Road, No. B-204, Pompano Beach, FL 33064)

ARTICLE II
DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date of filing of the Articles of Incorporation. This corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar (\$1.00) par value common stock.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 250 West Sample Road, No. B-204, Pompano Beach, FL 33064, and the name of the initial registered agent of this corporation at that address is Lawrence Reynolds.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

NAME	ADDRESS
LAWRENCE N. REYNOLDS	250 West Sample Road No. B-204 Pompano Beach, FL 33064

The director will designate the following as officers of the corporation:

President: Lawrence N. Reynolds
Vice-president: JoAnn Corbett
Secretary:
Treasurer:

ARTICLE VII
PREEMPTIVE RIGHTS

Each shareholder of the Corporation shall have full pre-emptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles is: **NAME** **ADDRESS**

Lawrence N. Reynolds	250 West Sample Road No. B-204 Pompano Beach, FL 33064
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ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19 day of January, 1995.

Lawrence N. Reynolds
LAWRENCE N. REYNOLDS

STATE OF FLORIDA }
} ss.
COUNTY OF BROWARD }

The foregoing instrument was acknowledged before me this
19th day of January, 1995 by Lawrence N. Reynolds.
He is personally known to me or has produced _____
as identification and did not take an oath

Kathleen M. McKenna
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

My Commission Number is:



KATHLEEN M. MCKENNA
My Comm Exp. 10/16/98
Bonded By Service Ins
No. CC395138
My Notary Known (Signature)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

In pursuance of Section 48.091 and Section 807.034 (3), Florida Statutes, the following is submitted in compliance with said Sections:

NOHELP, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at the City of Pompano, County of Broward, State of Florida, has named Lawrence N. Reynolds, located at 250 West Sample Road, No. B-204, Pompano Beach, FL 33064, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Sections relative to keeping open said office.

Lawrence N. Reynolds
REGISTERED AGENT

95
JAN 23 AM 7:6
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA }
} ss.
COUNTY OF BROWARD)

19th The foregoing instrument was acknowledged before me this day of January, 1995 by Lawrence N. Reynolds. He is personally known to me or has produced _____ as identification and did not take an oath.

Kathleen M. McKenna
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

My Commission Number is:



KATHLEEN M. MCKENNA
My Comm Exp. 10/16/98
Bonded By Service Inc
No. CC395138
My Presently Known (1) 000-10