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FRANCK & ASSOCIATES

TODD C. FRANCK*

5417 GRAND PARK PLACE
BOCA RATON, FLORIDA 33486
PHONE/FAX: (407) 394-4416

FILED
JUL -5 AM 8 01
SECRET
TALLAHASSEE, FL
SENT VIA U.S. MAIL

June 30, 1995

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

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-07/06/95--01020--013
****122.50 ****122.50

RE: N.R.G. SOURCE, INC. - Filing of Articles of Incorporation

Dear Secretary of State:

Enclosed please find the Articles of Incorporation for N.R.G. SOURCE, INC. along with a check for \$122.50, \$70.00 filing fee and \$52.50 for a certified copy of the articles.

Please file these articles designating N.R.G. SOURCE, INC. as a C-Corporation and return a certified copy of the articles at your earliest convenience.

If there are any questions regarding this matter please call me at the number indicated above. Thank you for your anticipated cooperation.

Sincerely,



Todd C. Franck

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TALLAHASSEE, FL

ARTICLES OF INCORPORATION
OF
N.R.G. SOURCE, INC.

ARTICLE I.

NAME

The name of the Corporation is: N.R.G. SOURCE, INC.,

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful
business

ARTICLE IV.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 7015 Ayrshire
Lane, Boca Raton, Florida, 33496

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 7015
Ayrshire Lane, Boca Raton, Florida, 33496, and the name of the initial registered agent of
this Corporation at that address is Keith R. Richards.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI.

BOARD OF DIRECTORS

This Corporation shall have one (1) initially.

The number of directors may be increased or decreased from time to time by the By-Laws.

The name(s) and address(es) of the initial director(s) is/are:

Keith R. Richards

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue One Million (1,000,000) shares of TWO DOLLARS (\$2.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Keith R. Richards
7015 Ayrshire Lane
Boca Raton, Florida 33496

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

The Corporation shall indemnify any officer, director, employee or agent or any former officer, director, employee or agent to the full extent permitted by law.

ARTICLE XIII.

AMENDMENT

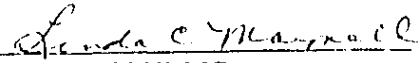
This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 30 day of June, 1995.


KEITH R. RICHARDS

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 30
day of June, 1995, by Keith R. Richards. He _____ is personally known to me, or _____
produced FL D.L.# K263-516-4725-0 as identification.


NOTARY PUBLIC

[SEAL]

OFFICIAL NOTARY SEAL
LINDA CAROL MAYNELL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC278096
MY COMMISSION EXP. APR. 20, 1997

Printed Name of Notary/ Serial Number

My Commission Expires: Apr. 20, 1997

ACCEPTANCE OF REGISTERED AGENT

The undersigned being named as Registered Agent to accept service of process of N.R.G. SOURCE, INC., at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date: 6/30/95


KIBITH R. RICHARDS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA