AL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, IL 32301, (904)224 8870 Mailing Address Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222

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THANK YOU from **Your Capital Connection**



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State RECEIVED

96 JAN 10 AN 10 29

DIVISION OF CORPORATION

January 9, 1996

CAPITAL CONNECTION P.O. BOX 10349 TALLAHASSEE, FL 32302

SUBJECT: SHEAR DIFFERENCE, INC.

Ref. Number: W96000000711

We have received your document for SHEAR DIFFERENCE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return 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 (904) 487-6928.

Agnes Lunt Corporate Specialist

Letter Number: 796A00001133



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 10, 1996

CAPITAL CONNECTION P.O. BOX 10349 TALLAHASSEE, FL 32302

SUBJECT: SHEAR DIFFERENCE, INC.

Ref. Number: W96000000711

You failed to make the correction(s) requested in our previous letter.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return 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 (904) 487-6928.

Agnes Lunt Corporate Specialist

Letter Number: 796A00001264

Corrected

ARTICLES OF INCORPORATION

SECRETARY OF STATE DIVISIONS OF STATE DIVISION OF SOME UNATIONS

OF

Shear Difference, Inc.

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 the corporation is Shear Difference, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is c/o Michael J. Lavery, Esquire, 4600 N. Ocean Blvd., SUITE 202, Boynton Beach, FL 33435.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (.01) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Michael J. Lavery, p.A. 4600 North Ocean Blvd. Suite 202, Boynton Beach, FL 33435.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

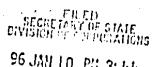
ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Patty Dimino, President, 970 Old Oak Court, West Palm Beach, FL 33414.

The undersigned has executed these Articles of Incorporation this 9th day of January 1996.

"Capital Connection, Inc. by Kim Crosson, Client Representative"

CERTIFICATE OF DESIGNATION REGISTERED AGEST/REGISTERED OFFICE 96 JAN 10 PM 3: 1,4



Pursuant to the provisions of section 607.0501, Plorida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1.	The	name of the corporation is: Shear Difference, Inc.	
		name and street address of the registered agent a	and
		4600 North Ocean Blvd.	
		Suite 202 Boynton Beach, FL 33435	_

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Muliel of favery