

99600001252

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RECEIVED
FEB-5 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Registration of Forty Million Strong, Inc. .

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:
100001706791
-02/05/96--01122--015
****\$78.50 *****78.50

Filing Fee _____ Filing Fee and Certificate \$78.50

Filing Fee and Certified Copy _____ Filing Fee, Certified Copy & Certificate _____

Please return the photocopy to me with the filing date stamped on it.

FROM

Independent Tax Consultants
2047 Grand Blvd
Holiday, FL 34600

2/8/96
(Signature)

Articles of Incorporation

The name of the corporation shall be: **FORTY MILLION STRONG INC.**

The principal place of business and mailing address of the corporation is:

1361 Overlea Street
Clearwater, FL. 34625

The corporation shall have the authority to issue 100 shares of stock.

The registered agent of the corporation is Kathi Hendricks and the registered street address is 5915 US Hwy 19 New Port Richey, FL 34652

The initial Board of Directors shall have 2 members whose names and addresses are as follows:

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

The incorporator of this corporation is Robert **Brody** whose street address is

1361 Overlea Street
Clearwater, FL 34625

Dated November 29, 1995

Robert N. Brodie
Robert **Brody** - Incorporator
BRODIE

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 am familiar with and accept the obligations of my position as registered agent.

Dated November 29, 1995

Kathi Hendricks
Kathi Hendricks-Registered Agent

NOTED
66 FEB -5 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WAIVER OF NOTICE
OF THE ORGANIZATIONAL MEETING
OF
FORTY MILLION STRONG, INC.

We, the undersigned incorporators named in the certificate of incorporation of the above named corporation hereby agree and consent that the organization meeting of the corporation be held on the date and time and place stated below and hereby waive all notice of such meeting and of any adjournment thereof.

Place of Meeting: 1361 Overlea Street
Clearwater, FL 34625

Date of Meeting: November 29, 1995

Time of Meeting: 8:00

Dated: November 29, 1995

Robert A. Broadie

Robert A. Broadie - Incorporator
BROADIE

RESOLUTION
of
FORTY MILLION STRONG, INC.
a Florida Corporation

RESOLVED that the corporation elects " S corporation" status for tax purposes under the Internal Revenue Code and that the officers of the corporation are directed to file IRS Form 2553 and to take any further action necessary for the corporation to qualify for S corporation status.

Shareholders' Consent

The undersigned shareholders, being all of the shareholders of the above corporation, a Florida Corporation, hereby consent to the election of the corporation to obtain S-corporation status.

Name and Address of Shareholder

Shares Owned

Date Acquired