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Corporate Records Bureau Division of Corporations Department of State P O Box 6327 Tallahassee, FL 32301 200001751092 -03/20/96--01072--016 *****70.00 *****70.00

RE: Worthy Sales & Marketing, Inc.

Gary Ruthowski

Gentlemen:

Enclosed is an original and a copy of the Articles of Incorporation for the above referenced company and a copy of the Certificate of Domicile.

Also enclosed is our check in the amount of \$70.00 to cover the various fees. Please send an acknowledgment of receipt of these monies.

Very truly yours,

Gary Rutkowski

3-18-96

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ARTICLES OF INCORPORATION

OF

Worthy Sales and Marketing, Inc.

- 1. NAME: The name of this corporation is Worthy Sales and Marketing, inc.
- 2. <u>DURATION</u>: The period of its duration is perpetual.
- PURPOSE: The purposes is to engage in any activities or business permitted under the laws of the United States and of Florida.
- CAPITAL STOCK: The corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.
- INITIAL REGISTERED AGENT AND OFFICE: The street address of its initial registered agent is: 6404 Winding Brook Drive, New Port Richey, FL 34655 and the name of its initial registered agent at said address is Gary Rutkowski.
- 6. MAILING ADDRESS OF CORPORATION: The complete mailing address of the Corporation is:WORTHY SALES AND MARKETING, INC.
 6404 Winding Brook Drive
 New Port Richey, FL 34655
- INITIAL BOARD OF DIRECTORS: This corporation shall have one director, initially, and the name and address of the initial director is: Gary Rutkowski at 6404 Winding Brook Drive, New Port Richey, FL 34655
- INCORPORATOR: The name and address of the person signing these Articles of Incorporation is: Gary Rutkowski at 6404 Winding Brook Drive, New Port Richey, FL 34655

9.	EFFECTIVE DATE:	These Articles are to be effective upon receipt.
DATED	× 3-18-96	Gary Ruthowski
CTATE	0000	Gary Ruthowski

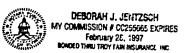
STATE OF FLORIDA COUNTY OF / PASCO

I hereby certify, that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Gary Rutkowski to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State less aforesaid this 18 day of Mar. 1996.

The Florida Drivers license

OTARY PUBLIC My Commission Expires.



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said ACT:

First - That Worthy Sales and Marketing, Inc., desiring to organize under the laws of the State of Florida with its principle offices located, as indicated in the Articles of Incorporation in the City of New Port Richey, County of Pasco State of Florida, has named Gary Rutkowski located at 6404 Winding Brook Drive in the City of New Port Richey, County of Pasco, 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 stated 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 Act relative to keeping open said office.

BY: Jany Rudhauhi
(Resident Agent)