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FILED  
96 MAY 28 PM 5:02  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314  
Fax: (813)442-8665

May 17, 1996

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

800001843498  
-05/30/96--01004--012  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Downline Expansion, Inc.

Dear Sir/Madam:

Enclosed are the following:

- 1) Original and one copy of Articles of Incorporation of Downline Expansion, Inc.
- 2) Check in the amount of \$122.50 payable to Secretary of State of Florida.

After filing, please return a certified copy to this office at the above address.

Thank you in advance for your prompt attention.

Sincerely,

*Dena Burke*

Dena Burke  
Paralegal

Enclosures

24  
6-3-96

**ARTICLES OF INCORPORATION  
OF**

**DOWNLINE EXPANSION, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 shall be:  
Downline Expansion, Inc.

**ARTICLE II  
DURATION**

The duration of the corporation shall be perpetual.

**ARTICLE III  
PURPOSE**

The purpose(s) for which the corporation is initially organized, which shall continue to be the purpose(s) of the corporation until and if the same shall be amended pursuant to the provisions of the Florida General Corporation Act, are as follows:

To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

1701 Sherwood Street  
Clearwater, FL 34615

**ARTICLE V  
SHARES**

The number of shares that this corporation is authorized to have outstanding at any one time is one-thousand (1,000), all of which shall be of no par value of the same class.

**ARTICLE VI  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:


Idit Kenniston  
1701 Sherwood Street  
Clearwater, FL 34615


**ARTICLE VII  
INCORPORATORS**

The name and street address of the incorporators to these Articles of Incorporation is:

Leiza Halsey	Idit Kenniston
100 Pierce Street	1701 Sherwood Street
Clearwater, FL 34616	Clearwater, FL 34616

The undersigned incorporators have executed these Articles of Incorporation this 23 day of May, 1996.

  
\_\_\_\_\_  
Leiza Halsey, Incorporator

  
\_\_\_\_\_  
Idit Kenniston, Incorporator

**ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT**

Pursuant to the provisions of the Florida General Corporation Act, the undersigned does hereby accept its appointment as Registered Agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation. The undersigned is familiar with and does hereby accept the obligations provided for in Section 607.325 of the Florida statutes.

  
\_\_\_\_\_  
Idit Kenniston, Registered Agent

FILED  
96 MAY 28 PM 5:03  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF PINELLAS

On this 22 day of May, 1996, before me, a Notary Public in and for the State and County aforesaid, personally appeared Leiza Halsey and Idit Kenniston, who are to me known to be the persons named as the Incorporators in the foregoing Articles of Incorporation of Downline Expansion, Inc., and who duly acknowledged to me that they signed said Articles of Incorporation as the Incorporators of said corporation.

Witness my hand and seal of office on the day and year aforesaid.



GERALDINE M. BURKE  
My Commission CC492334  
Expires Feb. 20, 1999

Geraldine Burke  
Notary Public  
My commission expires: \_\_\_\_\_