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CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 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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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU from **Your Capital Connection**

ARTICLES OF INCORPORATION OF GOPAX, 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 shall be: GOPAX, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 800 North Belcher Road, Suite 4, Clearwater, Florida 34625.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1,000).

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Matthew J. Schirmer, Esquire, 800 North Belcher Road, Suite 4, Clearwater, Florida 34625.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Matthew J. Schirmer, Esquire, 800 North Belcher Road, Suite 4, Clearwater, Florida 34625.

The undersigned incorporator has executed these Articles of Incorporation this 13th day of August, 1996.

Matthew J. Schirmer, Esquire, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMEN! IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: GOPAX, INC.
- 2. The name and address of the registered agent and office is: Matthew J. Schirmer, Esquire, 800 North Belcher Road, Suite 4, Clearwater, Florida 34625.

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.

(Signature) 5/13/56 (Date)