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SUNDANCE CONSULTANTS, INC. P. O. Box 265
Cedar Key, Florida 32625

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April 6, 1997

Ms. Angela Gardner, SECRETARY OF STATE, Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Dear Angela,

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Enclosed please find three signed originals of the Articles of Incorporation of SUNDANCE CONSULTANTS, INC., together with what I believe is the appropriate filing fee.

Please record and return at your earliest convenience.

Thank you once again.

Sincerely,

SHEADER WILLER

593,615

M97-836



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 10, 1997

SHRADER R. MILLER P. O. BOX 265 CEDAR KEY, FL 32625

SUBJECT: SUNDANCE CONSULTANTS, INC.

Ref. Number: W97000008361

We are returning your check for \$165.00 to be replaced by one in the correct amount of \$122.50.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6925.

Brenda Baker Corporate Specialist

Letter Number: 297A00018084

ARTICLES OF INCORPORATION OF SUNDANCE CONSULTANTS, INC.

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SESECRETARY OF STATE
TALLAHAS SEETE COME.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, do hereby declare and affirm the intent and purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The corporation hereby proposed to be organized shall be named and known as SUNDANCE CONSULTANTS, INC., by which name it may contract and be contracted with, sue and be sued, adopt a corporate seal, and do all things necessary to the conduct of its business in the furtherance of its expressed purpose.

ARTICLE II

The purpose and nature of the business which is to be transacted, promoted and carried on by this corporation shall be to provide computerized bookkeeping and business management services for individuals or companies who wish to employ the services of the company, and further to buy, sell, convey, lease, pledge, mortgage, exchange, assign or otherwise acquire, hold and dispose of, handle and otherwise deal in and with real and personal property or any interest therein of whatever name, nature and description, and wherever the same may be situated, either within or without the State of Florida, and elsewhere, and to exercise unlimitedly all rights and powers incident to the acquisition, holding or disposition of such interest; to borrow money, credit or property, to make contracts, to incur obligations and to secure same by mortgage or pledge of all or part of its assets or franchise; and to do any and all further acts as now or hereafter authorized by law for a corporation, and it being the intention that the enumeration of specific powers shall not operate to limit in any manner the general power conferred upon corporations by the laws of the State of Florida.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The address of the registered office of this corporation is P.O. Box 265, 850 3rd Street, Cedar Key, Florida 32625. The name and address of its resident agent is Shrader Miller, P.O. Box 265, Cedar Key, Florida, 32625

ARTICLE V

The address of the principal office of the corporation shall be P.O. Box 265, 850 3rd Street, Cedar Key, Florida 32625.

ARTICLE VI

The aggregate number of shares which the corporation shall have the authority to issue is two thousand (2,000) of no par value, all one class which shall be designated common stock. The voting power of such stock shall be one (1) vote per share.

ARTICLE VII

Shareholders shall not be personally liable for any debt or liability of the corporation, nor shall private property of the shareholders be subject to the payment of the corporation debts, or liabilities, by reason of being the property of the shareholder.

ARTICLE VIII

The affairs and business of the corporation are to be conducted:

- A. by the Board of Directors of such number as the shareholders may select at each annual meeting of the shareholders;
- B. by a President, a Vice-President, Secretary and Treasurer, each of whom shall be selected by the Board of Directors at such time and in such manner as the Board of Directors may select, provided, however that any two or more offices may be held by the same person, except that the offices of President and Secretary may not be held by the same person if the corporation has more than one shareholder; and,
- C. by such officers, assistant officers, and agents as the Board of Directors may authorize the President of the Corporation to appoint;
- D. by the incorporators hereof.

ARTICLE

The first Board of Directors shall consist of:

Shrader Miller, P. O. Box 265, Cedar Key, Florida 32625 Kathleen Wright, P. O. Box 724, Cedar Key, Florida 32625

ARTICLE X

The name and addresses of the incorporators are:

Kathleen Wright, P. O. Box 724, Cedar Key, FL 32625 Shrader Miller, P. O. Box 265, Cedar Key, FL 32625

ARTICLE XI

of Incorporation may be amended, Any provision in these Articles altered, changed, or repealed in the manner now or hereinafter prescribed by statute, and all rights conferred upon the shareholders hereinafter are granted subject to this reservation.

IN TESTIMONY WHEREOF, the undersigned, being all of the incorporators hereinbefore named, for the purpose of forming a corporation under the laws of the State of Florida, do hereby make file and record these Articles of Incorporation, and they have accordingly hereunto signed their names this 344 day of April, 1997.

STATE OF FLORIDA

PUBLIC /

COUNTY OF LEVY

I a Notary Public for the State of Florida, do hereby certify that the foregoing Articles of Incorporation of SUNDANCE CONSULTANTS, INC., were acknowledged before me by Kathleen Wright and Shrader Miller, personally known to me, incorporators thereof, to be their act and deed this 300 day of April 1997 when did not take a state of April 1997 when did not take a state of April 1997 when did not take a state of Florida, do hereby certify that the of April, 1997. They did not take an oath.

IN TESTIMONY WHEREOF, witness my hand and seal this 34 day of April, 1997.

My Commission expires: 26 5e ix Doeothy GRIX DOROTHY GRIX My Comm Exp. 9/26/99 HOTARY B Bonded By Service Ins

No. CC479031 dy Karea []Other LD The undersigned acknowledges that he is familiar with and accepts the duties and responsibilities as registered agent for the corporation.

SHRADER MILLER

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SECRETARY OF STATE
SECRETARY OF FLORID