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Headzup Plus, Inc.  
3938, South Tamiami Trail,  
Sarasota.  
Florida. 34231

16th June 1997

Department of State  
Division of Corporations  
P.O.Box 6327  
Tallahassee, Florida 32314

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-08/28/97--01039--004  
\*\*\*122.50 \*\*\*122.50

Re: Headzup Plus, Inc.

Dear Sirs:

I enclose one (1) original and one (1) copy of the Articles of Incorporation of Headzup Plus, Inc. Also, please find enclosed a Certificate of Registered Agent and one check made payable to the Secretary of the State of Florida in the amount of \$122.50, which includes the statutory filing fee. Your assistance in establishing the corporation to be known as Headzup Plus, Inc. is gratefully appreciated.

Please file the original articles and return the confirmation to me at the above address. I may be contacted during normal business hours at (941) 362 4267

Yours Sincerely



Rita Preston

RITA PRESTON GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT CORP. NAME  
DATE 8/28/97  
DOC. EXAM QN

FILED  
97 AUG 28 PM 2:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the state of Florida providing for the formation, liability, rights, privileges and immunities of corporation for profit.

ARTICLE I,  
The name of this corporation shall be:

Headzup Plus, Inc.

## ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

## ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ten thousand (10,000) shares of common stock, of ten cents (\$0.10) par value.

## ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than five hundred (\$500.00) dollars.

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**ARTICLE V, TERM OF EXISTENCE**

**The corporation is to have perpetual existence.**

**ARTICLE VI, ADDRESS**

**The initial street address in the State of the principal office of the corporation shall be as follows:**

**3938, South Tamiami Trail,  
Sarasota.  
Florida. 34231**

**The board of directors may from time to time move the principal office to any other address in Florida.**

**ARTICLE VII, INITIAL BOARD OF DIRECTORS**

**This corporation shall have 1 Director initially. The number of directors may be either increased or diminished by the by-laws adopted by the shareholders, but shall never be less than one. The name and address of the initial Director of this corporation is as follows:**

**Rita Preston  
3938, South Tamiami Trail,  
Sarasota.  
Florida. 34231**

**ARTICLE VIII, INCORPORATOR**

**The name and address of the incorporator is:**

**Rita Preston  
3938, South Tamiami Trail,  
Sarasota.  
Florida. 34231**

**ARTICLE IX, BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors and shareholders.

**ARTICLE X, AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

**ARTICLE XI, SUB CHAPTER "S" CORPORATION**

This corporation may be made a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The registered Agent, Rita Preston of 3938, South Tamiami Trail, Sarasota.. accepts this position signed below:



Rita Preston

The registered office will be located at :

3938, South Tamiami Trail,  
Sarasota.  
Florida. 34231



Rita Preston

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In witness whereof, the undersigned, as subscribing  
incorporator, have hereunto set our hands and seals this  
day of for the purpose of forming this  
corporation under the laws of the State of Florida, and  
hereby make and file, in the office of the Secretary of  
the State of Florida, these Articles of Incorporation, and  
certify that the facts herein stated are true.

  
Rita Preston

SWORN AND SUBSCRIBED BEFORE ME  
THIS \_\_\_\_\_ DAY OF

\_\_\_\_\_  
(notary)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA