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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

FAX #: (305)541-3770

PHONE: (305)541-3694

NAME: TRUESAVE CO.

AUDIT NUMBER.....H97000015070

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....4

CERT. COPIES.....1

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(4)

**ARTICLES OF INCORPORATION
OF
TRUESAVE CO.**

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: TRUESAVE CO.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000) Shares of Common Stock without par value, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Louis Noble
630 Lock Road
Deerfield Beach, FL 33442

The principal mailing address of the corporation is:

630 Lock Road
Deerfield Beach, FL 33442

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names of the initial directors of the corporation are as follows:

Louis Noble
630 Lock Road
Deerfield Beach, FL 33442

Jan Mandel
5522 Croydon Court
Boca Raton, FL 33486

Prepared By:
Bussman Realty, Inc.
Donnie Scarbo

1499 W Palmetto Park Rd
Boca Raton, FL 33486
561-338-6508

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EXP. DATE: SEP 11 1997

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ARTICLE VII - INCORPORATIONS

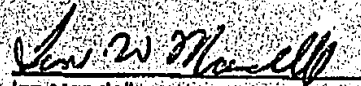
The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

Louis Noble
630 Lock Road
Deerfield Beach, FL 33442

Ian Mandell
5522 Croydon Court
Boca Raton, FL 33486

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 2 day of Sept, 1997.


Louis Noble


Ian Mandell

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EMPIRE CORPORATE KIT

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CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF
TRUESAVE, CO.

Pursuant to Florida Statutes 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida will
registered office as indicated in the Articles of Incorporation of:

630 Lock Road
Deerfield Beach, FL 33486

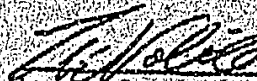
has named:

Louis Nobile

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGMENT

Having been named as registered Agent to accept service of process for the above
stated corporation at the place designated in this certification, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


Louis Nobile

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