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TRANSMITTAL LETTERFILED

97 SEP 22 AM 11:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


September 21, 1997

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

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-09/22/97--01004--012
***122.50 ***122.50

SUBJECT: SOFTPAK INTERNATIONAL, INC.
HAMILTON CONSULTING, INC.

I enclose an original and 1 copy(ies) of the Articles
of Incorporation for the above corporation and a check in
the amount of \$ 122.50.



From: HARRY HAMILTON JOHN
Name
38823 MARGS COURT
Address
ZEPHYRHILLS, FLORIDA 33540
City State
(813) 779-7000
Telephone Number

DEPARTMENT OF CORPORATION

97 SEP 22 AM 9:41

PRODUCED

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ARTICLES OF INCORPORATION
OF
SOFTPAK INTERNATIONAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:
SOFTPAK INTERNATIONAL, INC.

ARTICLE II PRINCIPAL OFFICE

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

38823 MARGS COURT

ZEPHYRHILLS, FLORIDA 33540

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation
is authorized to have outstanding at any one time is:

10,000 SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent
is:

HARRY HAMILTON JOHN

38823 MARGS COURT

ZEPHYRHILLS, FLORIDA 33540

ARTICLE V INCORPORATOR

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

HARRY HAMILTON JOHN

38823 MARGS COURT

ZEPHYRHILLS, FLORIDA 33540

The undersigned has executed these Articles of Incorporation this 21st day of SEPTEMBER 1997.



HARRY HAMILTON JOHN, Incorporator

CERTIFICATE OF DESIGNATION

FILED

REGISTERED AGENT/REGISTERED OFFICE SEP 22 AM 11:54

Pursuant to the provisions of Section 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

SOFTPAK INTERNATIONAL, INC.

2. The name and address of the registered agent and office is:

HARRY HAMILTON JOHN

38823 MARGS COURT

ZEPHYRHILLS, FLORIDA 33540

Signature: _____



Title: INCORPORATOR

Date: SEPTEMBER 21, 1997

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: _____



Date: SEPTEMBER 21, 1997