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WILLIAMS & CO., LTD.

5440 Jackson Road  
Fort Myers, Florida 33905

John E. Williams, C.P.A.  
941-693-6770

Member American Institute of CPA's & Florida Institute of CPA's

January 12, 1998

Personal and Confidential

State of Florida  
Department of State  
409 E. Gaines St.  
Tallahassee, FL 32301

Attn: Judy Eure

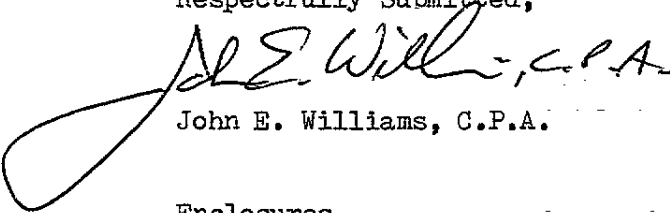
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\*\*\*\*122.50 \*\*\*\*122.50

Dear Judy:

Enclosed are the Articles of Incorporation for Fetocoa, Inc. Also enclosed is the \$122.50 filing fee along with a copy of the executed original Articles of Incorporation. Please return to my office as shipped. (Client undecided as yet as to carrier).

Once again your cooperation is most welcome.

Respectfully Submitted,

  
John E. Williams, C.P.A.

Enclosures

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DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION

FETOCOA, INC.

ARTICLE 1: The name of the corporation shall be Fetocoa, Inc.

ARTICLE 2: The principal address of the corporation shall be 206 SE 18th Terrace, Cape Coral, FL 33990.

ARTICLE 3: The number of shares of stock authorized to be issued and outstanding shall be a maximum of one thousand (1,000) shares..

ARTICLE 4: The Registered Agent of this corporation shall be:

Edward J. Saviski  
206 SE 18th Terr.  
Cape Coral, FL 33990

I hereby accept my position as Registered Agent:

Edward J. Saviski  
Edward J. Saviski

JAN 12, 1998  
Date

ARTICLE 5: Incorporators:

President, Vice President, Treasurer, and Secretary

Edward J. Saviski  
206 SE 18th Terr.  
Cape Coral, FL 33909

The undersigned incorporators have executed the Articles of Incorporation:

Edward J. Saviski  
Edward J. Saviski

JAN 12, 1998  
Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 14 PM 3:35