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TRANSMITTAL LETTER

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

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-01/26/98--01032--006  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: Passages, Incorporated

Enclosed is an original and two (2) copies of the articles of incorporation and a check for:

\$131.25  
Filing Fee  
Certified Copy  
Certificate

FROM: Jeffrey Richard  
428 137th Ave. Circle  
Madeira Beach, FL 33708  
(813) 399-0776

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 26 PM 3:21

1-27-98  
WS

## ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

### ARTICLE I NAME

The name of the corporation shall be:

Passages, Inc.

### ARTICLE II PRINCIPAL OFFICE

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

428 137th Ave. Circle  
Madeira Beach, FL 33708

### ARTICLE III SHARES

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

500 Shares

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Jeffrey Richard  
428 137th Ave. Circle  
Madeira Beach, FL 33708

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ARTICLE V INCORPORATORS

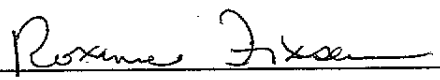
The names and street addresses of the incorporators to these Articles of Incorporation are:

Jeffrey Richard  
428 137th Ave. Circle  
Madeira Beach, FL 33708

Roxanne Fixsen  
10921 Cherokee Drive  
Madeira Beach, FL 33708

The undersigned incorporators have executed these Articles of Incorporation the 17th day of January, 1998.

  
Signature

  
Signature

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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.

1. The name of the corporation is Passages, Inc.
2. The name and address of the registered agent and office is:

Jeffrey Richard  
428 137th Ave. Circle  
Madeira Beach, FL 33708

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.

Jeffrey P. Richard  
(Signature)

1-22-98  
(Date)

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