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FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001
FROM: TAMPA CORPORATE SERVICES, INC. D/B/A CORPORA ACCT#: 105404002242
CONTACT: JULIO C EXQUIVEL
PHONE: (813)259-0004 FAX #: (813)258-9146

NAME: IMC SERVICES, INC.
AUDIT NUMBER.....H98000003547
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 4
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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:
IMC Services, Inc.

Article II. Address

The mailing address of the Corporation is:
IMC Services, Inc.
1658 Stable Trail
Palm Harbor FL 34685 Pinellas

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Corporate Creations Enterprises Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Kevin D. Ferrell

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations
2802 West Angeles
Tampa FL 33629
(813) 977-5203

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations
2802 West Angeles
Tampa FL 33629

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on February 23, 1998.

The undersigned incorporator executed these Articles of Incorporation on February 23, 1998.



CORPORATE CREATIONS
Stacy R. Costner Vice President

Corporate Creations
2802 West Angeles
Tampa FL 33629
(813) 977-5203

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

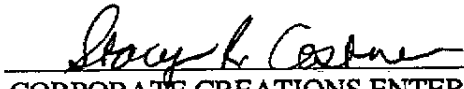
CORPORATION:

IMC Services, Inc.

REGISTERED AGENT/OFFICE:

Corporate Creations Enterprises Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


CORPORATE CREATIONS ENTERPRISES INC.
by Stacy R. Costner as attorney-in-fact

Date: February 23, 1998

Corporate Creations
2802 West Angeles
Tampa FL 33629
(813) 977-5203

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