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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -6 PM 1:15

April 1, 1998

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*****70.00 *****70.00

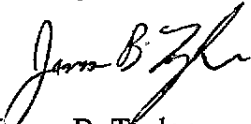
Department of State
Corporate Records Division
P. O. 6327
Tallahassee, FL 32314

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for Prime Returns, Inc., along with a check in the amount of \$70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Thank you.



James B. Taylor
Prime Returns, Inc.
12600 S. Belcher Ste. 101E
Largo, FL 33773

D. BROWN APR - 7 1998

ARTICLES OF INCORPORATION
OF

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The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the corporation shall be: Prime Returns, Inc.

The principal place of business of this corporation shall be:
12600 S. Belcher Ste. 101E
Largo, FL 33773

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 100 shares, par 1.00.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until a successor is elected, is:

James B. Taylor
533 Lillian Dr.
Madeira Beach, FL 33708

ARTICLE VI INCORPORATOR(S)

The name and street address of the incorporator to these articles of incorporation is:

James B. Taylor
533 Lillian Dr.
Madeira Beach, FL 33708

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3 day of April, 1998.

Signature of Incorporator

James Taylor

STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledged and sworn to before me this 3 day of April, 1998 by James B. Taylor of Prime Returns, Inc.

Notary Public

Produced Driver's License as
Identification
Number

Personally Known

Ronald J. Hamilton

My Commission Expires _____

(SEAL)

ARTICLES OF INCORPORATION FILING FEE: \$35.00



Ronald J. Hamilton
MY COMMISSION # CC659069 EXPIRES
September 26, 2001
BONDED THRU TROY FAIN INSURANCE, INC.


**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

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Pursuant to the provisions of Section 607.325, 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: Prime Returns, Inc.
2. The name and address of the registered agent and office is:

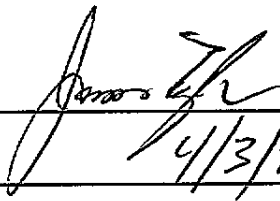
James B. Taylor
12600 S. Belcher Ste. 101E
Largo, FL 33773

SIGNATURE 
(Corporate Officer)

TITLE President

DATE 4/3/98

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE 
DATE 4/3/98

REGISTERED AGENT FILING FEE: \$35.00