

P98000077932

TRANSMITTAL LETTER

CORPORATIONS DIVISION:

Please file the enclosed articles of incorporation and certificate of designation of registered agent/office. Enclosed is:

An original articles of Incorporation

000002631460--9

-09/02/98--01068--013

Two copies of the Articles of Incorporation

****131.25 ****131.25

An original Certificate of Designation of Registered Agent/Office

A check in the amount of \$131.25.

Optional services requested:

Please provide a *certified copy* of the articles of incorporation and *certificate* of incorporation. (An Additional copy of the articles and \$131.25 are enclosed.)

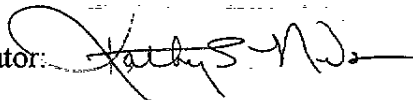
Corporate name: The Nelson Corporation
Incorporator' name: Kathy S. Nelson
Address: 3325 Pinewalk Drive, North. Ste. 102
Margate, FL 33063

Daytime phone: 850 - 753 - 7435

Please send responses or receipts concerning this filing to the above address.
Thank you very much.

Date: September 1, 1998

Signature of Incorporator:



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98 SEP -2 PM 2:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

Of

The Nelson Corporation

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article 1. The name of the Corporation is: The Nelson Corporation

Article 2. The principal place of business and mailing address of this corporation is:

3325 Pinewalk Drive North, Suite 102 Margate, FL 33063

Article 3. The corporation is authorized to issue one class of stock, that being shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

1,000 shares

Article 4. The name and address of the corporation's initial registered agent is:

Kathy S. Nelson, 3325 Pinewalk Drive North, Ste. 102 Margate, FL 33063

Article 5. The name and street address of the incorporator of the corporation is:

Kathy S. Nelson, 3325 Pinewalk Drive North, Ste. 102 Margate, FL 33063

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below.

Date: September 1, 1998

Name of Incorporator: Kathy S. Nelson

Signature of Incorporator: 

**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

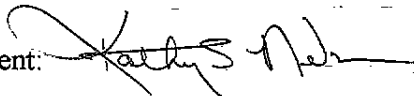
Name: Kathy S. Nelson

Street Address: 3325 Pinewalk Drive North, Ste. 102
Margate, FL 33063

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in the 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 of registered agent:



Date of signature: September 1, 1998