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Nov.2nd. 1998

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

-Secretary of State State of Florida Division of Corporations Tallahassee, Fl.

Dear Sir:

Enclosed is the articles of Incorporation for Accu-Count of Central Florida Inc., to be registered in the State of Florida.

Enclosed also is the check for \$70.00 to cover fees.

YOURS TRULY

Mike Jabbari

Mike Jabbari

107 N. Longwood Ave., Alt. Spgs., Fl., 32701

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ARTICLES OF INCORPORATION OF

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ACCU-COUNT OF CENTRAL FLORIDA, INC. SECRETARY OF STATE TALL ANALOSEE, FLORI

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation

ARTICLE I - NAME

The name of the corporation shall be ACCU-COUNT OF CENTRAL FLORIDA, INC.

ARTICLE II - NATURE OF BUSINESS

- 1- The general nature of the corporation shall be accounting and financial services, and any other lawful business.
- 2- This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - PRINICPAL OFFICE AND MAILING ADDRESS

- 1- The principal place of business shall be 107 N. Longwood Ave., Alt. Spgs., Fl., 32701.
- 2- The mailing address of this corporation shall be 107 N. Longwood Ave., Alt. Spgs., Fl. 32701.

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 with a par value of \$ 1.00.

ARTICLE V- INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Mike Jabbari, 107 N. Longwood Ave. Alt. Spgs., Fl., 32701

ARTICLE VI - DIRECTORS

The business of corporation shall be conducted by a Board of Directors consisting of not less than one (1) director. The name and the address of the director is:

MIKE JABBARI

107 N. LONGWOOD AVE. ALT. SPGS., FL., 32701.

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ARTICLE VII - INCORPORATORS

The name and address of the incorporator is:

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MIKE JABBARI

107 N. LONGWOOD AVE., ALT. SPGS., FL., 3270 FEGRETARY OF STATE TALL MIASSEE, FLORIDA

ARTICLE VIII - SHAREHOLDERS

The shareholders of this corporation shall have a pre-emptive right to aquire unissued or treasury shares of the corporative convertible into carrying a right to subscribe to or acquire shares as issued by the corporation.

The undersigned have excuted these articles of incorporation this 28th. day of October 1998.

MIKE JABBARI

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statues, 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 ACCU-COUNT OF CENTRAL FLORIDA INC.
- 2- The name and address of the registered agent and office is:

MIKE JABBARI

107 N. LONGWOOD AVE., ALT. SPGS., FL., 32701

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.

DATE: OCT.28, 1998

MIKE JABBARI

Registered Agent