

P98000103460

CAPITAL CONNECTION, INC.

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(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Sub-Lingual Technologies
Inc.

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Art of Inc. File _____
LTD Partnership File _____
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L.C. File _____
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Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
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Signature _____

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ARTICLES OF INCORPORATION
OF
SUB-LINGUAL-TECHNOLOGIES, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

EFFECTIVE DATE

12-10-98

ARTICLE I - NAME

The name of the corporation is **SUB-LINGUAL-TECHNOLOGIES, INC.**

ARTICLE II - NATURE OF BUSINESS

The general character, purpose and nature of the business to be transacted by this corporation is the selling and distribution of products and related services as well as:

(a) To acquire by purchase, lease, or otherwise, lands and interest in lands, and to own, hold, improve, develop and be erected on any lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporations; to buy, sell, mortgage, exchange, lease, hold for investment or otherwise use and operate real estate of all kinds improved, or any right or interest therein.

(b) To acquire by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful, in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by this corporation.

(c) To carry on in any capacity any business or trade deemed legal in the state of Florida.

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and to engage in the same or other character of business.

(f) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other or any character of business legal in the State of Florida.

(g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(h) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

(i) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

(j) To do any or all of the things herein set forth to the same extent as natural persons might or could do; and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses and in this Article shall be regarded as independent objects and powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having a par value of \$1.00. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the Board of Directors; provided, however, that in the event such designation is specifically made by the Board of Directors, said stock shall be deemed voting.

Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this Corporation shall begin business is \$100.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at:

2179 SE Erwin Street
Port St. Lucie, FL 34952

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII - RESIDENT AGENT

In pursuance of Chapter 48.09I, Florida Statutes, the following is submitted in compliance with said Act:

That **SUB-LINGUAL-TECHNOLOGIES, INC.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Port St. Lucie, County of St. Lucie, has named **DAVID MANUEL SANCHEZ** located at 2179 SE Erwin Street, Port St. Lucie, FL 34952, St. Lucie County, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity

and agree to comply with the provisions of said Act relative to keeping open said office.


RESIDENT AGENT

ARTICLE VIII - DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE IX - INITIAL DIRECTORS

The names and street addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

DAVID MANUEL SANCHEZ . President
2179 SE Erwin Road
Port St. Lucie, FL 34952

J. D. LEWIS, III Secretary/Treasurer
1115 E. Ocean Boulevard
Stuart, FL 34996

ARTICLE X - SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Incorporation, the number of shares agreed to take and the value of the consideration therefor are as follows:

DAVID MANUEL SANCHEZ	100 Shares	\$100.00
2179 SE Erwin Road		
Port St. Lucie, FL 34952		

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective on December 10, 1998, (this date will be considered effective if Articles are filed within five (5) days of the date with the Secretary of State).

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

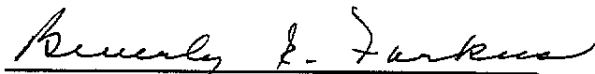
IN WITNESS WHEREOF, We have hereunto set our hands and seals, and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 10 day of December, 1998.


DAVID MANUEL SANCHEZ

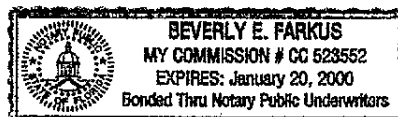
STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, the undersigned, personally appeared DAVID MANUEL SANCHEZ and _____ who are personally known to me, and who executed the foregoing and state that they have read and are familiar with the contents of the foregoing and the same is true and correct to the best of their knowledge.

WITNESS my hand and official seal this 10 day of December, 1998.



Print Name:
Notary Public, State of Florida
My Commission Expires:
Commission Number:
(SEAL)



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