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Office of the Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-04/19/99-01123--007

*****87.50 *****87.50

Dear Sir:

RE: *The Treasure Within, Inc.*

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of registered agent, together with my check in the amount of \$87.75 (eighty seven dollars and seventy-five cents) for filing same.

Thank you for your usual prompt attention to these matters.

Please return letter of acknowledgment to:

Jim Fairbanks
802 E New Haven Avenue
Melbourne, FL 32901

FILED
99 APR 19 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

T. SMITH APR 20 1999

ARTICLES OF INCORPORATION
OF
THE TREASURE WITHIN, INC.

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

ARTICLE ONE: NAME: The name and principal address of the corporation shall be

THE TREASURE WITHIN, INC.
3973 Man O'War Lane
Valkaria, Florida 32950

ARTICLE TWO: DURATION: The term of existence of the corporation is perpetual.

ARTICLE THREE: PURPOSE: The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

THE TREASURE WITHIN, INC. also may own, buy, and sell parts of other businesses, real estate, and investments; conduct research; develop equipment; design, construct, own, sell, and lease equipment, and hold patents.

THE TREASURE WITHIN, INC. may do writing of all types, including printing, publishing, distributing, buying, and selling; and take advantage of any and all opportunities, ventures, and spin-off that are legally available.

ARTICLE FOUR: CAPITAL STOCK: The aggregate number of shares which the corporation has authority to issue is one hundred (100) shares, all of which shall be common shares with a par value of (NONE) no par value.

ARTICLE FIVE: REGISTERED OFFICE & AGENT: The street address of the initial Registered Office of the corporation and name is:

Sheryl Touchton
3973 Man O'War Lane
Valkaria, Florida 32950

The registered office and principal address are the same.

ARTICLE SIX: DIRECTORS: The Board of Directors of the corporation shall consist of no less than one (1) and no more than two members. The names and addresses of the initial Board of Directors are:

Lucas Touchton
3973 Man O'War Lane
Valkaria, Florida 32950

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Sheryl Touchton
3973 Man O'War Lane
Valkaria, Florida 32950

Dexter Touchton
3973 Man O'War Lane
Valkaria, Florida 32950

ARTICLE SEVEN: INCORPORATORS: The incorporator of the corporation and the subscriber to these Articles of Incorporation is SHERYL TOUCHTON.

ARTICLE EIGHT: BY-LAWS AND ARTICLES OF INCORPORATION: The shareholders shall have the exclusive authority to formulate, approve, and/or amend By-Laws of the corporation and shall have the exclusive authority to formulate, approve, and/or adopt these amendments to these Articles of Incorporation.

ARTICLE NINE: COMMENCEMENT OF EXISTENCE: The corporation shall be deemed to commence its existence upon the filing of these Articles in the office of the Secretary of State of the State of Florida.

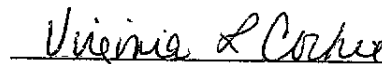
IN WITNESS WHEREOF, we have subscribed my name this 9
day of April, 1999.


Sheryl Touchton

STATE OF FLORIDA, ss
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Sheryl Touchton to me known to be the person who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State of Florida, County of Brevard,
named this 9 day of April, 1999.


Notary Public
State of Florida at Large

My Commission Expires:



Virginia L. Cochie
My Commission CC577130
Expires Aug. 14, 2000

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

THE TREASURE WITHIN, INC. a Florida corporation, pursuant to F S 48 091, and its Articles of Incorporation, hereby designates SHERYL TOUCHTON, who resides at 3973 WAN O'WAR LANE, VALKARIA, FL 32950, as its Registered Agent and Registered Office for the service of process as required by law.

ACCEPTANCE

I, SHERYL TOUCHTON who resides at 3973 WAN O'WAR LANE, VALKARIA, FL 32950 having been named in the foregoing Designation of Registered Agent by THE TREASURE WITHIN, INC., a Florida corporation, and being fully advised and apprised of the duties of Resident Registered Agent for the service of process as prescribed by F S 48 091, do hereby accept said designation, and agree to accept service of process a Resident Registered Agent, to keep the office open during prescribed hours, to post my name in a conspicuous place in the office as required by law, and to otherwise comply with the obligations of a Resident Registered Agent to maintain a Registered Office as hereto indicated.


Resident Registered Agent
Sheryl Touchton

DATED this 9 day of April, 1999

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