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FILED  
99 JUN 30 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 28, 1999

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-06/30/99--01036--013  
\*\*\*\*122.50 \*\*\*\*\*78.75

Florida Dept. of State  
Corporate Records Bureau  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Homework Ink, Inc.

Gentlemen:

Enclosed please find the executed Articles of Incorporation and my escrow check in the amount of \$122.50 for the filing fee and a certified copy of the Articles.

If you require anything further, please advise.

Very truly,

*David Browder Jr.*

David Browder, Jr.

DBJ:pr

Enclosures

D. BROWN JUL - 6 1999

ARTICLES OF INCORPORATION  
OF

HOMEWORK INK, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby form a corporation under Chapter 607  
of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HOMEWORK INK, INC.

The address of the principal office of this corporation shall be  
5458 28th Street South, #117, St. Petersburg, FL 44712, and the  
mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation  
is authorized to have outstanding at any one time is 7,000 shares  
of common stock having a \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the  
corporation shall be 5458 28th Street South, #117, St.  
Petersburg, FL 33712, and the name of the initial registered  
agent of the corporation at that address is JIM GARY.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the Sole Director is:

JIM GARY  
Director

5458 28th Street So., #117  
St. Petersburg, FL 33712

ARTICLE VII. OFFICERS

The name and addresses of the initial officer of the corporation who shall hold office for the first year of the corporation, or until the successors are elected or appointed is:

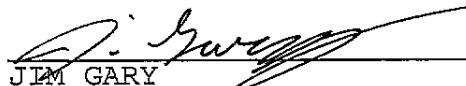
JIM GARY  
Pres./Secr./Treasurer

IN WITNESS WHEREOF, the undersigned by the incorporator, sole director, and sole officer has hereunto set his hand and seal on this 25<sup>th</sup> day of June, 1999.

  
JIM GARY

ACCEPTANCE OF REGISTERED AGENT

I, JIM GARY, accept the obligation of the position of Registered Agent under the laws of the State of Florida and agree to serve as Registered Agent for HOMEWORK INK, INC.

  
JIM GARY

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