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November 3, 1999

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32399

Re: Articles of Incorporation for NEVER SAY GOODBYE, INC.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for NEVER SAY GOODBYE, INC., together with a check in the amount of Seventy Dollars (\$70.00) to cover the cost of filing fees with regard to this matter.

Thank you for your attention to this matter. If you have any questions, please contact me.

Very Truly Yours,


JAMES D. BEACH, ESQUIRE

JDB/iaw
Enclosures
cc: Francene L. Mattucci

FILED
99 NOV -5 AM 8:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

OF

NEVER SAY GOODBYE, INC.

FILED
99 NOV -5 AM 8:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is NEVER SAY GOODBYE, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is any and all activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 500 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV

This Corporation is to exist perpetually.

ARTICLE V

The initial post office address of the principal office of the corporation in the State of Florida is 1550/F3 McMullen Booth Road, Box 150, Clearwater, Florida 33759. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI

The corporation shall have directors initially. The number of directors may be increased or decreased, from time to time, by the By-Laws adopted by the stockholders.

ARTICLE VII

The names and post office addresses of the members of the first Board of Directors are:

NAME AND ADDRESS

OFFICE

FRANCENE L. MATTUCCI
1550/F3 McMullen Booth Road
Box 150
Clearwater, FL 33759

President, Vice President
Secretary, Treasurer

ARTICLE VIII

The names and post office addresses of the subscribers of these Articles of Incorporation, the number of shares of stock they agree to take, and the value of the consideration therefor is:

NAME AND ADDRESS

NUMBER OF SHARES AND VALUE

FRANCENE L. MATTUCCI
1550/F3 McMullen Booth Rd.
Box 150
Clearwater, FL 33759

500 shares, \$1.00 par value per share

ARTICLE IX

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 stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

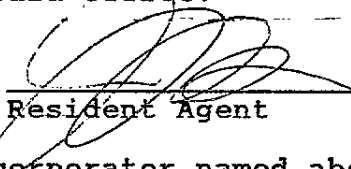
ARTICLE X

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That NEVER SAY GOODBYE, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated

in these Articles of Incorporation at 1550/F3 McMullen Booth Road, Box 150, Clearwater, Florida 33759, has named James D. Beach, Esquire, 424 Central Avenue, Suite 702, St. Petersburg, Florida 33701, as its agent to accept service of process within this State.

HAVING been named to accept service of process for the above-named corporation, at the place designated herein, 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

IN WITNESS WHEREOF, I, the incorporator named above, have hereunto set my hand and seal this 1st day of ~~October~~, 1999.
November PM


FRANCENE L. MATTUCCI

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared FRANCENE L. MATTUCCI, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation and she acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State aforesaid this 1st day of ~~October~~, 1999.
November PM


NOTARY PUBLIC

My Commission Expires:

9-23-02

JOY DI PIERO
Notary Public - State of Florida
My Commission Expires Sep 23, 2002
Commission # CCT77646

FILED
99 NOV -5 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA