CAPITAL CONNECTION, INC.

Signature

Requested by:

Will Pick Up

Name

Walk-In

417 E. Sana Str. Suite 1 Tallahassee, Florida 32302 (850) 24-887 1 (2-2) 62 Fax (950) 2237822

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AVE	Shopper, ilnc.	 	-

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Art of Inc. File
LTD Partnership File
Foreign Corp. File
L.C. File
Fictitious Name File
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 Nante
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File

UCC 11 Retrieval

Courier

ARTICLES OF INCORPORATION

OF

AVE Shopper, Inc.

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 is AVE Shopper, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 3129 Valencia Lane East, Palm Harbor, FL 34684.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares having a par value of (\$.01) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is James Stanton, Esq., Lentz & Fair, P.A., 35111 U.S. 19 N, Suite 302, Palm Harbor, FL 34684.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is

Gene Della Sala

3129 Valencia Lane East, Palm Harbor, FL 34684.

The undersigned has executed these Articles of Incorporation this 7th day of December, 1999.

"Capital Connection, Inc. by Lauren Strong, Client Representative"

Lauren Strong

CERTIFICATE OF DEBIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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: AVE Shopper, Inc.
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	The name and street address of the registered agent and office James Stanton, Esq.
	Lentz & Fair P. A.
	3511 U.S. 19 N, Suite 302
	Paim Harbor FL 34694 E BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF

HAVE 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.

Aug Jan Franky OF STATE FLORIDA