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EFFECTIVE DATE
~~2-15-96~~

February

RECEIVED
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STATE OF FLORIDA
TALLAHASSEE
7:49 PM

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

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****122.50 ****122.50

Dear Sir,

Enclosed is my check in the amount of \$122.50 and the Articles of Incorporation for Moongazer Inc.

The check is for:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00

Total	\$ 122.50

Thank you,

Robert Lucas
Robert Lucas

ARTICLES OF INCORPORATION
OF
MOONGAZER INC.

EFFECTIVE DATE
2/15/96

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

ARTICLE I - NAME OF CORPORATION

The name of this corporation is Moongazer Inc.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FEB 14 11 17 AM '96

A. To engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other State, County, Territory or Nation.

B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary for the rendering of such professional service.

C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of this corporation; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objects of this corporation.

D. It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended.

ARTICLE III - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of \$1.00 par value common stock.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgement of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinafter set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgement of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designation, preferences, voting powers or restrictions, or qualifications of voting powers, of such additional stock, in an amendment to these Articles of Incorporation.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is One Hundred Fifty (\$150.00) dollars.

ARTICLE V - TERM OF EXISTENCE

The date when corporate existence shall begin is February 15, 1996. The corporation shall exist perpetually thereafter unless dissolved according to law.

ARTICLE VI - ADDRESS OF CORPORATION

The initial street address of the principal office of this corporation in the State of Florida will be 2440 Winding Creek Circle, #107A, Clearwater, FL 34621-2556. The Board of Directors shall have the power to establish branch offices, and to move the principal office to any other address in Florida.

ARTICLE VII - BOARD OF DIRECTORS

A. The initial number of directors of the corporation shall be two (2).

B. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders, but shall never be less than one (1).

C. The names and street addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are duly elected and qualified are:

Name	Address
Robert Lucas	2440 Winding Creek Circle #107A Clearwater, FL 34621-2556
Geraldine Lucas	2440 Winding Creek Circle #107A Clearwater, FL 34621-2556

D. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the stockholders, for any cause.

E. In case one or more vacancies shall occur in the Board of Directors by reasons of death, resignation or otherwise, the vacancies shall be filled by vote of the holders of a majority of stock entitled to vote thereon at the next annual meeting or at a special meeting for the purpose of filling such vacancies.

ARTICLE VIII - SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:

Name	Address
Robert Lucas	2440 Winding Creek Circle #107A Clearwater, FL 34621-2556
Geraldine Lucas	2440 Winding Creek Circle #107A Clearwater, FL 34621-2556

ARTICLE IX - VOTING TRUSTS

No stockholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE X - ADDITIONAL CORPORATE POWERS

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida, and of the purposes and objects hereinabove stated, this corporation shall have all and singular the following powers:

A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation, to carry on any business which this corporation has the direct or incidental authority to pursue.

B. At its option, to purchase and acquire any or all of its shares owned and held by any such stockholder as should desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a stockholder who dies, all in accordance with the By-Laws adopted by the stockholders of the corporation setting forth the terms and conditions of such purchase; provided, however, the capital of this corporation cannot be impaired thereby.

C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.

ARTICLE XI - REGISTERED AGENT

Paul S Hodges, whose address is 409 Pegasus Ave S, Clearwater, FL 34625, is authorized to accept service of process as registered agent for this corporation.

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 vote of the holders of a majority of stock entitled to vote thereon, unless all the Directors and all the stockholders sign an written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have herunto set their hands and seals this

9th day of FEBRUARY, 1996.

Robert Lucas (SEAL)
Robert Lucas

Geraldine Lucas (SEAL)
Geraldine Lucas

STATE OF FLORIDA]
COUNTY OF PINELLAS]

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FEB 14 11:07 AM '96

BEFORE ME, the undersigned authority, personally appeared Robert Lucas and Geraldine Lucas, to me known to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledge that they subscribed to said instrument for the uses and purposes set forth herein.

WITNESS my hand and seal in the County and State last aforesaid this 9th day of FEBRUARY, 1996.

James D. [Signature]
Notary Public

My Commission Expires:

 JAMES DANIEL SOBOTTA
COMMISSION # CC 461436
EXPIRES MAY 9, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

HAVING BEEN NAMED to accept service of process for the abovestated corporation, at the place designated in this certificate, I hereby accept the designation to act in this capacity, and agree to comply with the provisions of law relative to keeping open the corporation's office.

Paul S. [Signature]
Registered Agent