

THOMAS H. LANHAM, P.A.
ATTORNEY AT LAW

304 E. STRAWBRIDGE AVE.
MELBOURNE, FL 32901

(407) 984-5235
1-800-984-5235

996000096591

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fla. 32314

600002011356--3
-11/21/96--DT054--019
*****70.00 *****70.00

In re: Space Ground System Solutions, Inc.

Dear Sir,

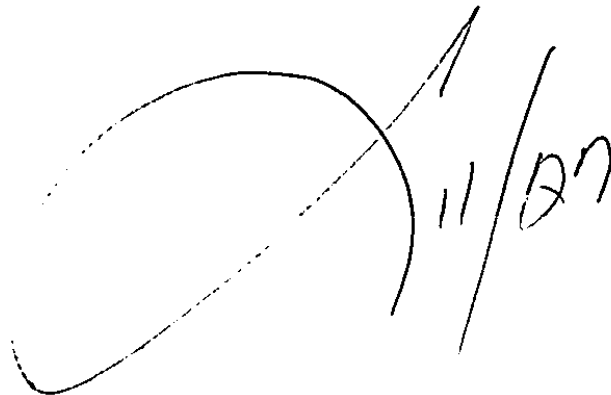
Enclosed, please find the original and one copy of the Articles of Incorporation for Space Ground System Solutions, Inc., along with a check for \$70.00, both sent to you for filing. The funds are to cover the costs of filing the Articles and the designation and acceptance of registered agent.

Thank you for your attention to this matter.



Brian Davis

enclosures



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96 NOV 21 PM 1:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
SPACE GROUND SYSTEM SOLUTIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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 shall be: SPACE GROUND SYSTEM SOLUTIONS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2263 W. New Haven Ave.
Suite 384
W. Melbourne, Fla. 32904

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten thousand shares of one dollar par value common stock.

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Thomas H. Lanham
304 East Strawbridge Ave.
Melbourne, Fla. 32901

ARTICLE V INCORPORATORS

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

Robert S. Tormala
5061 Tallwood Circle
West Melbourne, Fla. 32904

David J. Caccinglia
818 Stone Ave.
Waldorf, Md. 20602

Brian Davis
510 Glenwood Ave.
Satellite Beach, Fla. 32937

Garry W. Fuller
6003 Old Branch Ave.
Camp Springs, Md. 20748

ARTICLE VI DURATION

The corporation is to have a perpetual existence, commencing upon the filing of this document with the Department of State.

ARTICLE VII PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. Furthermore, should any shareholder decide or be forced to sell or dispose of his shares, the corporation and the other shareholders shall have the right of first refusal as to the purchase of those shares.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

The corporation shall have four directors initially. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial directors are:

Robert S. Tormala
5061 Tallwood Circle

West Melbourne, Fla. 32904

David J. Cacciaglia
818 Stone Ave.
Waldorf, Md 20

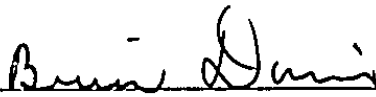
Brian Davis
510 Glenwood Ave
Satellite Beach, Fl 32937

Garry W. Fuller
6003 Old Branch Ave.
Camp Springs, Md. 20748

ARTICLE IX PURPOSE

The corporation is established for the purpose of conducting all lawful business within the State of Florida.

The undersigned incorporator has executed these Articles of Incorporation this 19th day of November, 1996.



Brian Davis, Incorporator

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED 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:

SPACE GROUND SYSTEM SOLUTIONS, INC.

2. The name and address of the registered agent and office is:

Thomas H. Lanham
304 East Strawbridge Ave.
Melbourne, Fla. 32901

Having 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.



11/19/96
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FRESE, NASH & TORPY, P.A.
ATTORNEYS AT LAW

GARY B. FRESE †
CHARLES IAN NASH •
VINCENT G. TORPY, JR. †
GREGORY S. HANSEN †
J. PATRICK ANDERSON †
LAURA L. ANDERSON •
STEPHEN P. HUNTER
PATRICK B. ROCHE

CHRIS BATES FORTHE
OF COUNSEL

930 S. HARBOR CITY BLVD.
SUITE 505
MELBOURNE, FLORIDA 32901
(407) 884-8100
FAX (407) 881-8741

† BOARD CERTIFIED IN TAXATION
• BOARD CERTIFIED IN WILLS,
TRUSTS & ESTATES
‡ BOARD CERTIFIED IN CIVIL TRIAL LAW
◊ BOARD CERTIFIED IN REAL ESTATE LAW

May 20, 1997

P960000 96591

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Space/Ground System Solutions, Inc.
Our File No. 97-6811

600002189876--6
-05/23/97--01070--012
*****35.00 *****35.00

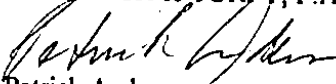
Dear Sir or Madam:

Enclosed please find an original plus one copy of a Statement of Change of Registered Office or Registered Agent or Both for Corporations. Also enclosed is this firm's check in the amount of \$35.00 representing the filing fee for same. Please confirm to the undersigned in writing that this Statement of Change has been filed.

Should you have any questions, please do not hesitate to contact my office.

Sincerely,

FRESE, NASH & TORPY, P.A.


J. Patrick Anderson

JPA:sld
Enclosures

jpa-lbr\accstate.amd

R.A. Change
KTS
6-6-97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of Section 607.0502 or 607.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is SPACE GROUND SYSTEM SOLUTIONS, INC.
- 1(a) Date of Incorporation: November 21, 1996
Document Number: P96000096591
2. The name and address of the current registered agent is:

Thomas H. Lanham
304 E. Strawbridge Avenue
Melbourne, FL 32901

3. The name and address of the new registered agent is:

J. Patrick Anderson, Esquire
Frese, Nash & Torpy, P.A.
930 S. Harbor City Boulevard
Suite 505
Melbourne, FL 32901

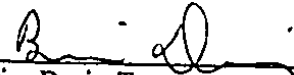
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The street address of its registered agent and the street address of the business office of its registered agent as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

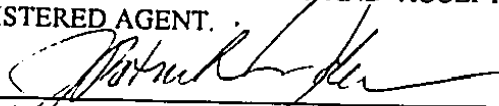
SPACE GROUND SYSTEM SOLUTIONS, INC.

DATE: 5/19/97

By: 
Brian Davis, Treasurer

HAVING 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

DATE: 5/19/97


J. PATRICK ANDERSON, Registered Agent