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LAW OFFICES OF
TRUMAN SCARBOROUGH, JR.
239 HARRISON STREET
POST OFFICE BOX 1184
TITUSVILLE, FLORIDA 32781

(321) 267-4770
FAX (321) 264-6319

May 13, 2004

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

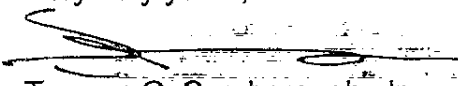
Re: **RECAREA MANAGEMENT CORPORATION**

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation and Registered Agent Certificate, together with a check for \$87.50 for filing fees, a Certified Copy and Certificate of Status.

Thank you for your assistance.

Very truly yours,


Truman G. Scarborough, Jr.

TGS/sjb
enclosures: Articles of Incorporation (original)
Articles of Incorporation (copy)
Check \$87.50

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ARTICLES OF INCORPORATION
OF
RECAREA MANAGEMENT CORPORATION

The undersigned hereby associates for the purpose of forming and organizing a corporation not for profit under the laws of the State of Florida, and hereby adopts, declares, makes, subscribes and acknowledges these Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is **RECAREA MANAGEMENT CORPORATION.**

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is **329 S. Washington Avenue, Titusville, Florida 32796.**

ARTICLE III. DURATION

The corporation shall have perpetual existence

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ARTICLE IV. PURPOSE

This corporation is organized for the purpose of promoting development of model aviation, model car and truck racing, model rocketry, model boating and model railroading as recognized sports and worthwhile recreational activities as well as to allow for social events among its members and any and all other nonprofit purposes. None of the net earnings shall inure to the benefit of any private shareholder or individual.

ARTICLE V. MANNER OF ELECTION

The manner in which the directors are elected or appointed shall be regulated by the By-Laws.

ARTICLE VI. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent of this corporation is **JAMES M. CARTER, 76 Fairglen Drive, Titusville, Florida 32796.**

ARTICLE VII. INCORPORATORS

The name and address of the person signing these articles is **JAMES M. CARTER, 76 Fairglen Drive, Titusville, Florida 32796.**

ARTICLE VIII. DISSOLUTION

On dissolution or final liquidation, the Board of Directors shall, after paying or making provisions for the payment of all the lawful debts and liabilities of the organization distribute all the remaining assets of the organization to one or more not for profit organizations created to succeed the organization or having similar aims and objectives as the organization, provided that each selected organization shall then qualify as an organization exempt from federal income taxation under section 501(a) of the Internal Revenue Code of 1986 as an organization described in sections 501(c)(3) or 501(c)(4) of such Code (or relevant successor provisions).

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13th day of May 2004.

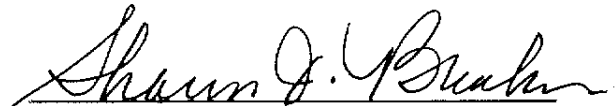

JAMES M. CARTER

STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared **JAMES M. CARTER** known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the Articles of Incorporation for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 13th day of May 2004.


Notary Public, State of Florida
at Large

My Commission Expires:




SHARON J. BRUCKER
MY COMMISSION # DD 149832
EXPIRES: October 14, 2006
Bonded Thru Budget Notary Services

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING REGISTERED OFFICE
AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 607.051(3) of the Florida Statutes, the following is submitted, in compliance with said Act: **RECAREA MANAGEMENT CORPORATION**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at **329 S. Washington Avenue, Titusville, Florida 32796**. has named **JAMES M. CARTER** as its agent to accept service of process within the State, and **76 Fairglan Drive, Titusville, Florida 32796**, as the registered office.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


JAMES M. CARTER

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