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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 MAY 26 PM 3:56

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D. WHITE MAY 26 2006

FM FINANCIAL SERVICES, INC.

1510 E. Colonial Dr. Suite 210 ♦ ♦ ♦ Orlando, Florida 32803

April 25, 2006

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

Re: USS Des Moines Florida Project, Inc.

Enclosed please find the original and one copy of the Articles of Incorporation, together with a check in the amount of \$87.50

Please let us know if you have any questions.

Sincerely,



Fozia Andarge

Encls.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 1, 2006

FOZIA ANDARGE
FM FINANCIAL SERVICES, INC.
1510 E. COLONIAL DR. SUITE 210
ORLANDO, FL 32803

SUBJECT: USS DES MOINES FLORIDA PROJECT, INC.
Ref. Number: W06000020202

We have received your document for USS DES MOINES FLORIDA PROJECT, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filing Section

Letter Number: 206A00030456

Articles of Incorporation

Articles of Incorporation of the undersigned, majority of who are citizens of the United State, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

Article I- Name

The name of the Corporation is:

USS Des Moines Florida Project, Inc.

Article II- Principal Office

The principal place of business address

**13023 Suburban Terrace
Winter Garden, Fl 34787**

Article III – Purpose of Corporation

The purpose for which this corporation is organized is exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IV- Registered Agent

The name and street address of the Initial Registered Agent of this corporation is:

**David Henclewski
13023 Suburban Terrace
Winter Garden, Fl 34787**

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TALLAHASSEE, FLORIDA

Article V - Incorporator

The name and address of the incorporator is:

David Henclewski
13023 Suburban Terrace
Winter Garden, FL 34787

Article VI - Officers

The name and street addresses of the officers of the corporation are as follows:

David Henclewski
13023 Suburban Terrace
Winter Garden, FL 34787

Mike Haddad
11302 W 700 South
West Ville, Indiana 46391

Tom McFarline
1099 Vineland St
Cocoa, FL 32927

Mike Curtis
178 Airsteam Lane
Tavernier, FL 33070

Article VII- Directors

The Directors shall be elected by a majority vote of the Members of this corporation.
The Directors of the Corporation shall be:

David Henclewski
Mike Haddad
Tom McFarline
Mike Curtis

Article VIII - Prohibitions

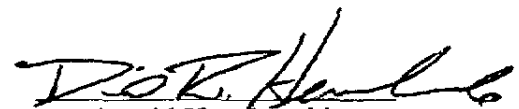
No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by the corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

If reference to federal law in articles of incorporation imposes a limitation that is invalid in your state, you may wish to substitute the following for the last sentence of the preceding paragraph: "Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree engage in any activities or exercise any powers that are not in furtherance of the purpose of this corporation.

Article IX - Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 24th day of May 2006


David Henclewski

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT
CERTIFICATE OF REGISTERED AGENT OF
USS DES MOINES FLORIDA PROJECT, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Status Chapter 617.0202, the following is submitted:

The above corporation, desiring to organize under the laws of the state of Florida with its registered office as indicted in the Articles of Incorporation

At 13023 Suburban Terrace
Winter Garden, Fl 34787

Has named: David Henclewiski

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above states corporation at the place designated in this certificate, I herby accept to act in this capacity, and agree to commonly with the provision of Florida Law in keeping open said office.


Registered Agent