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LAW OFFICES OF
TRADER & TRADER

903 E. STRAWBRIDGE AVE. - P.O. BOX 1536
MELBOURNE, FLORIDA 32902
TEL: 407-723-6731
407-723-7431
FAX: 407-722-1950

EDWARD L. TRADER (1923-1997)
J. RUDI TRADER, P.A.

FILED
00 FEB 18 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 7, 2000

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

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-02/18/00--01056--009
*****78.75 *****78.75

RE: Scallion, Inc.

Dear Sir or Madam:

Enclosed for filing please find the Certificate of Incorporation for Scallion, Inc. and the Acceptance of Designated Registered Agent along with a check in the amount of \$78.75 to cover the following:

Filing Fee:	\$35.00
Designation	35.00
Certified Copy	<u>8.75</u>
 Total	 \$78.75

If you should need any further information, please contact me at the above address or phone number.

Sincerely,

J. Rudi Trader

JRT/ncw
Enclosures

F. CHESTER
FEB 23 2000

CERTIFICATE OF INCORPORATION
OF
SCALLION, INC.

FILED
00 FEB 18 AM 9:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

WE, the undersigned, hereby associate ourselves together for the purposes of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

The name of this corporation shall be **SCALLION, INC.**

ARTICLE II.

The general nature of the business and the objects and purposes of the corporation shall be to do any and all of the things allowed under the laws of the State of Florida.

ARTICLE III.

The total number of shares of capital stock which maybe issued by this corporation is One Thousand (1,000) shares at One Dollar (\$1.00) par value, all of which shall be common stock and shall be fully paid and nonassessable. All such stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV.

The amount of capital with which this corporation shall commence business is One Thousand Dollars (\$1,000.00).

ARTICLE V.

The registered agent shall be J. RUDI TRADER, ESQUIRE, and the address of the resident agent and the initial registered office of this corporation is 903 East Strawbridge Avenue, Melbourne, Florida 32901; and the address of the office of this corporation shall be 6945-C Sonny Dale Drive, Melbourne, Florida 32904, with the privilege of having branch offices at any other place within or without the State of Florida.

ARTICLE VI.

The highest amount of indebtedness to which this corporation may obligate itself will be \$500,000.00 (Five Hundred Thousand Dollars).

ARTICLE VII.

The principal place of business of said corporation shall be 6945-C Sonny Dale Drive, Melbourne, Florida 32904.

ARTICLE VIII.

This corporation shall have perpetual existence.

ARTICLE IX.

The names and post office addresses of the first Board of Directors of this corporation who shall hold office for the first year, or until their successors are chosen, shall be:

Kathleen Conlin President/Secretary/Treasurer
117 S E Second Street
Satellite Beach, Florida 32937

ARTICLE X.

The names and post office addresses of each subscriber and the number of shares of stock subscribed for each of the incorporators is as follows:

Kathleen Conlin 100 shares
117 S E Second Street
Satellite Beach, Florida 32937

ARTICLE IX.

Stockholders of this corporation may enter into such stockholders' and trustees' agreements as they may see fit wherein and whereby such stockholders may limit their voting rights by virtue of such stockholders' and trustees' agreements.

IN WITNESS OF THE FOREGOING, we have hereunto set our hands and seals and acknowledged to be filed in the office of the Secretary of State the foregoing Certificate of Incorporation, this 9th day of February, ~~1998~~²⁰⁰⁰.

Kathleen Conlin (SEAL)
Kathleen Conlin

**STATE OF FLORIDA
COUNTY OF BREVARD**

Before Me, the undersigned authority, authorized to take acknowledgments and administer oaths, personally appeared **Kathleen Conlin** to me well know to be the person who executed the foregoing Certificate of Incorporation, and acknowledged before me that he signed the same for the purposes therein stated.

WITNESS my hand and seal this 9 day of February, 2000.



J. Rudi Trader
MY COMMISSION # CC706534 EXPIRES
March 22, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

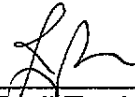
J. Rudi Trader
Notary Public - State of Florida
My Commission Expires:

SCALLION, INC.

ACCEPTANCE

I certify that I am a permanent resident of Brevard County, Florida, with an office at 904 East Strawbridge Avenue, Melbourne, Florida 32901. I hereby accept the designation as Resident Agent of SCALLION, INC.

Dated this 16 day of February, 2000.



J. Rudi Trader
Resident Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB 18 AM 9:55

FILED