

TRANSMITTAL LETTER

Dpt-SS P00000019922

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

FILED
00 FEB 21 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Hi-Ground, Incorporated
(Proposed corporate name - must include suffix)

100003141511--9
-02/21/00--01104--010
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: Stephen D. Ruben, Esq.
Name (Printed or typed)

801 1/2 Catherine Street
Address

Keywest, Florida 33040
City, State & Zip

1-800-414-5956
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FILED
00 FEB 21 AM 11:09
SECRET
TALLAHASSEE STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: Hi-Ground, Incorporated

ARTICLE II PRINCIPAL OFFICE

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

801 1/2 Catherine Street
Keywest, Florida 33040

ARTICLE III SHARES

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

One Thousand

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Stephen D. Ruben, Esq.
801 1/2 Catherine Street
Keywest, Florida 33040

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

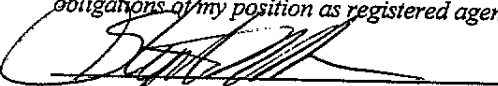
Stephen D. Ruben
801 1/2 Catherine Street
Keywest, Florida 33040


Signature/Incorporator

2/10/00
Date

(An additional article must be added if an effective date is requested.)

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


Signature/Registered Agent

2/10/00
Date