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ATTORNEYS AT LAW  
4300 Bayou Boulevard, Suite 13  
Pensacola, Florida 32503

00 JUN -5 PM 1:47

J. D. SMITH  
BOARD CERTIFIED  
BUSINESS LITIGATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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May 31, 2000

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
409 East Gaines Street  
Tallahassee, Florida 32399

EFFECTIVE DATE  
05/31/00

RE: TOWER SPACE LEASING, INC.  
Incorporation  
Our File No. B21-00429

400003277534-4  
-06/06/00--01025--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

Enclosed herewith please find executed original and copy of Articles of Incorporation with respect to TOWER SPACE LEASING, INC.

Also enclosed please find our check in the amount of \$70.00 in payment of the following fees:

Designation of Registered Agent	35.00
Filing Fee	35.00
TOTAL	\$70.00

Please file the Articles of Incorporation and return to the undersigned a stamped copy of same. Thank you for your assistance in this matter.

Very truly yours,

  
J. D. Smith  
For the Firm

JDS/slw

Enclosures

cc: Mr. and Mrs. Paul M. Bookout

F:\MyFiles\Users\slw\B00429\DOS Articles.wpd

**ARTICLES OF INCORPORATION**

**OF**

**TOWER SPACE LEASING, INC.**

FILED  
00 JUN -5 PM 1:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
05/31/00

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**NAME AND PRINCIPAL OFFICE**

The name of this corporation is **TOWER SPACE LEASING, INC.** and its principal office is located at 3671 Maule Road, Pensacola, Florida 32503.

**ARTICLE II**

**DURATION**

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these Articles of Incorporation.

**ARTICLE III**

**PURPOSE**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, all of one class and series.

**ARTICLE V**

**PREEMPTIVE RIGHTS**

Every shareholder upon the sale 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 the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of this corporation's initial registered office is 3671 Maule Road, Pensacola, Florida 32503, and the name of this corporation's initial registered agent is Paul M. Bookout.

**ARTICLE VII**

**INITIAL DIRECTORS**

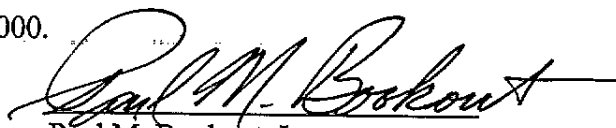
The name and address of the initial directors are Paul M. Bookout and Dolores J. Bookout, 3671 Maule Road, Pensacola, Florida 32503.

**ARTICLE VIII**

**INCORPORATOR**

The name and address of the incorporator is Paul M. Bookout, 3671 Maule Road, Pensacola, Florida 32503.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31 day of MAY, 2000.

  
Paul M. Bookout, Incorporator

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, PAUL M. BOOKOUT, hereby accept the appointment as Registered Agent for  
TOWER SPACE LEASING, INC., as set forth in its Articles of Incorporation being filed  
simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this

31 day of MAY, 2000.

  
PAUL M. BOOKOUT