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VORTEX UNLIMITED, INC.
70 S. Banana River Drive
MERRITT ISLAND, FLORIDA 32952

Florida Department of State
Divisions of Corporations
Post Office Box 6327
Tallahassee, Florida 32314
Attention: Bobbie Cox

Re: VORTEX UNLIMITED, INC.

Dear Sirs & Madams:

Regarding the above corporation, enclosed please find the original and one copy of the Articles of Incorporation together with my check in the amount of \$78.75. This represents payment in full for the cost of the filing fees, a certified copy of the Articles of Incorporation, and fee for Registered Agent Designation.

The principal place of the corporation is above, however, the mailing address of the incorporation is to our registered agent, along with the telephone numbers at which she may be reached. Kindly return all documentation to our registered agent who handles all of our corporate matters as follows:

Heather Zabinofsky
Registered Agent for Vortex Unlimited, Inc.
1980 North Atlantic Avenue
Cape Royal Building, Suite 116
Cocoa Beach, Florida 32931
(321) 783-1233

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Thank you for your cooperation and if you have any questions or comments, or if you need any further assistance or information, please do not hesitate to call.

Sincerely,


Ronald L. Finger
President of Vortex Unlimited, Inc.

8/23/00

SS
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
AUG 31 AM 10:36

B. McKnight AUG 31 2000

ARTICLES OF INCORPORATION

of

VORTEX UNLIMITED, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 31 AM 10:36

The undersigned, acting as the incorporator(s) of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation.

ARTICLE I

The name of the corporation is:

VORTEX UNLIMITED, INC.

ARTICLE II

The corporation shall exist perpetually unless dissolved according to the applicable laws of the State of Florida.

ARTICLE III

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation is authorized to issue 250,000 shares of common stock, with a par value of \$1.00 per share.

ARTICLE V

The street address and the principal place of business of the corporation is:

**VORTEX UNLIMITED, INC.
70 S. Banana River Drive
Merritt Island, Florida 32952**

The MAILING ADDRESS for the corporation is:

Vortex Unlimited, Inc.
70 S. Banana River Drive
Merritt Island, Florida 32952

ARTICLE VI

The name, mailing address, and telephone number of the registered agent is:

Heather Zabinofsky
1980 North Atlantic Avenue
Cape Royal Building, Suite 116
Cocoa Beach, Florida 32931
(321) 783-1233

ARTICLE VII

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than One (1). The name(s) and address(es) of the initial director(s) of the corporation shall be:

Ronald L. Finger, Chairperson	John H. Hagen, Vice Chair
70 S. Banana River Drive	70 S. Banana River Drive
Merritt Island, Florida 32952	Merritt Island, Florida 32952

Charles L. Palm, Co-Chairman
70 S. Banana River Drive
Merritt Island, Florida 32952

ARTICLE VIII

The delineation of officers of the corporation shall be as follows:

Ronald L. Finger	President
John H. Hagen	Vice President
Charles L. Palm	Secretary/Treasurer

ARTICLE IX

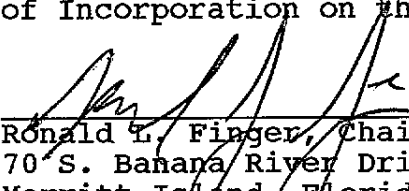
The name(s) and address(es) of the incorporator(s) signing these Articles of Incorporation are as follows:

Ronald L. Finger, Chairperson
70 S. Banana River Drive
Merritt Island, Florida 32952


John H. Hagen, Vice Chair
70 S. Banana River Drive
Merritt Island, Florida 32952

Charles L. Palm
70 S. Banana River Drive
Merritt Island, Florida 32953


The undersigned incorporator(s) have executed these Articles of Incorporation on this 23 day of August, 2000.



Ronald L. Finger, Chairperson
70 S. Banana River Drive
Merritt Island, Florida 32952
President
VORTEX UNLIMITED, INC.



John H. Hagen, Vice Chair
70 S. Banana River Drive
Merritt Island, Florida 32952
Vice President
VORTEX UNLIMITED, INC.



Charles L. Palm
70 S. Banana River Drive
Merritt Island, Florida 32952
Secretary
VORTEX UNLIMITED, INC.

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The designation of the registered agent pursuant to the Florida Business Corporation Act Section 607.0501, as determined by the Board of Directors for VORTEX UNLIMITED, INC. will be:

HEATHER ZABINOFSKY
Cape Royal Building, Suite 116
1980 North Atlantic Avenue
Cocoa Beach, Florida 32931

The Board of Directors hereby assert that this designation is in compliance with the Florida Business Corporation Acts as specifically enumerated in Section 607.0501.

Further, the street address of the registered office of the corporation is located in the County of Brevard and in the State of Florida, more specifically known as:

1980 North Atlantic Avenue, Suite 116
Cocoa Beach, Florida 32931

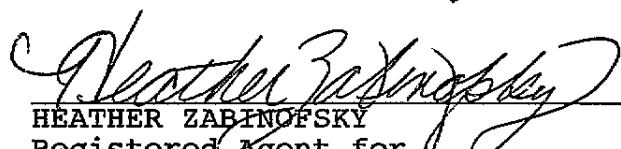
EFFECTIVE this 23 day of August, 2000.


RONALD L. FINGER
President, VORTEX UNLIMITED, INC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 31 AM 10:36

ACCEPTANCE

I, HEATHER ZABINOFSKY, hereby accept the designation of Registered Agent for the corporation known as, VORTEX UNLIMITED, INC., pursuant to the Florida Business Corporation Act, on this 15th day of August 2000.


HEATHER ZABINOFSKY
Registered Agent for
VORTEX UNLIMITED, INC