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ACCOUNT NO. : 072100000032

REFERENCE : 829547 7224811

AUTHORIZATION : *Patricia Pijet*

COST LIMIT : \$ 70.00

ORDER DATE : September 13, 2000

ORDER TIME : 3:36 PM

ORDER NO. : 829547-005

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CUSTOMER NO: 7224811

CUSTOMER: Ms. Barbara L. Smith.7224811  
Ms. Barbara L. Smith

1209 Fawn Lake Place

Valrico, FL 33594

DOMESTIC FILING

NAME: SKYMYLES INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 SEP 14 PM 1:24

DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 SEP 14 AM 8:53

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION  
OF

SKYMYLES INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SKYMYLES INC.

The address of the principal office of this corporation shall be 1209 Fawn Lake Place, Valrico, Florida 33594, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Barbara L. Smith	1209 Fawn Lake Place
Dir.	Valrico, Florida 33594

Steve Lagarde	1209 Fawn Lake Place
Dir.	Valrico, Florida 33594

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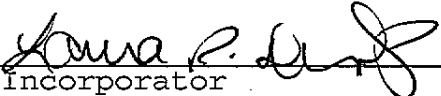
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ARTICLE VII. INCORPORATOR

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


The Company Corporation  
2711 Centerville Road  
Suite 400  
Wilmington, Delaware 19808

The undersigned incorporator has executed these Articles of Incorporation on September 13, 2000.

  
\_\_\_\_\_  
Incorporator  
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:   
\_\_\_\_\_  
Its Agent, Laura R. Dunlap  
Authorized Service Representative  
Corporation Service Company

njh