

WENDELL FINNER  
LAW OFFICES

Admitted in Florida, Maryland, Virginia,  
and the District of Columbia

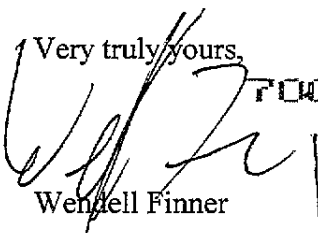
Of Counsel to Leitess, Leitess & Friedberg, P.C.  
Baltimore, MD • Alexandria, VA

PO1000006739  
January 11, 2001  
Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

*Re: Nebus Acquisition Corporation*

Ladies and Gentlemen:

Enclosed for filing is an original and duplicate Articles of Incorporation for the above-referenced profit corporation, together with my firm check for \$78.75. Please return a certified copy to me at the address below. Please call me toll-free at 1-888-371-0019 with any questions. Thank you for your help.

Very truly yours,  
  
Wendell Finner

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-01/16/01--01094--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosures

FILED  
01 JAN 16 PM 12:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH JAN 18 2001

**ARTICLES OF INCORPORATION  
OF  
NEBUS ACQUISITION CORPORATION**

FILED  
01 JAN 16 PM 12:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

In compliance with Florida Statutes, Chapters 607; 621 (Profit):

**ARTICLE I - NAME:** The name of this corporation is and shall be: Nebus Acquisition Corporation

**ARTICLE II - OFFICES:** The principal office of the corporation shall be at 2455 South Third Street, Jacksonville Beach, Florida 32250. The corporation may also have offices at such places as the Board of Directors may from time to time appoint or the purpose of the corporation may require.

**ARTICLE III - PURPOSES:** The purposes for which the corporation is organized are to do any and all acts and things, and to exercise any and all powers which it may now or hereafter be lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the Corporation.

**ARTICLE IV - SHARES:** The number of shares of stock which may be issued is 1,000.00 shares in one voting class, except as the Board of Directors may authorize additional classes or shares according to law.

**ARTICLE V - INITIAL OFFICERS/DIRECTORS:** Daniel E. Nebus, of 2455 South Third Street, Jacksonville Beach, Florida 32250, shall serve as President and Director of the Corporation until other directors or officers are elected or appointed according to law.

**ARTICLE VI - REGISTERED AGENT:** The street address of the initial registered office shall be 2455 South Third Street, Jacksonville Beach, Florida 32250, and the name of the initial registered agent of the corporation at that address is Daniel E. Nebus.

**ARTICLE VII - INCORPORATOR.**

The name and address of the Incorporator of these Articles of Incorporation is Daniel E. Nebus, 2455 South Third Street, Jacksonville Beach, Florida 32250.

11/3/00  
Date

Danny Nebus  
Daniel E. Nebus, Incorporator

Having been named to accept service of process for the above stated Corporation at place designated in this certificate, and being familiar with the duties and responsibilities as registered agent for said corporation, I hereby agree to act in this capacity and to comply with the provisions of said Act.

11/3/00  
Date

Danny Nebus  
Daniel E. Nebus, Incorporator