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5205 Babcock Street, N.E.
Palm Bay, Florida 32905

Jack B. Spira
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01 JAN 10 AM 9:51
FILED
SECRETARIALY OF STATE
TALLAHASSEE, FLORIDA
Telephone: (321) 725-5000
Facsimile: (321) 724-6008

January 17, 2001

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

Re: OMNIBASE, INC.

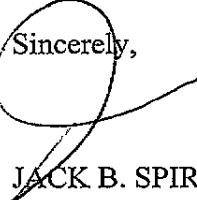
600003555536--□
-01/19/01-01070-006
*****78.75 *****78.75

Dear Secretary of State:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced company along with my check in the amount of \$78.75 to cover the filing fee and one certified copy of the Articles to be returned to this office.

Thank you for your assistance in this matter.

EFFECTIVE DATE
01-12-01

Sincerely,

JACK B. SPIRA

JBS/cl
Encls.

AB, 22-01

ARTICLES OF INCORPORATION
OF
OMNIBASE, INC.

FILED
01 JAN 19 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, subscriber to these Articles of Incorporation, natural persons, competent to contract, join together to form a corporation under the laws of the State of Florida; and further agree to the following conditions of said corporation.

ARTICLE I - NAME

The name of this corporation is: OMNIBASE, INC.

EFFECTIVE DATE
01-12-01

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing with the date of acknowledgment of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - AUTHORIZED STOCK

The corporation is authorized to issue 1,000 shares of common stock, having a par value of \$1.00 per share.

No shareholder shall divest himself of any of the shares without first giving the other shareholders the opportunity to purchase the shares of stock to be sold. Other shareholders shall have thirty (30) days from the date of said offer to reject or purchase the shares offered for sale.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 5805 N. Banana River Drive, Unit 1144, Cape Canaveral, FL 32920.

The name and address of the initial registered agent of this corporation is:
PAUL HEFNER, 5805 N. Banana River Drive, Unit 1144, Cape Canaveral, FL 32920.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws. The name and address of the initial Directors of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
KYONG HAN	5805 N. Banana River Blvd. Unit 1144 Cape Canaveral, FL 32920
PAUL HEFNER	5805 N. Banana River Blvd. Unit 1144 Cape Canaveral, FL 32920

ARTICLE VIII

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
KYONG HAN	5805 N. Banana River Blvd. Unit 1144 Cape Canaveral, FL 32920
PAUL HEFNER	5805 N. Banana River Blvd. Unit 1144 Cape Canaveral, FL 32920

ARTICLE IX

The officers of the corporation shall be a President, Vice President, Secretary and Treasurer, and such other officers as may be provided for by the By-Laws.

The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

President	-	KYONG HAN
Vice President	-	PAUL HEFNER
Treasurer	-	PAUL HEFNER
Secretary	-	KYONG HAN

The officers shall be elected at the annual meeting of the Board of Directors, or as provided in the By-Laws.

ARTICLE X - BY-LAWS

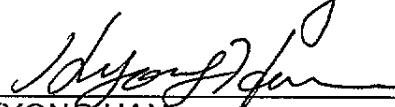
Section 1. The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors at any regular meeting or any special meeting called for that purpose.

ARTICLE XI - MANAGEMENT OF THE CORPORATION BY THE SHAREHOLDERS

All management powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

IN WITNESS WHEREOF, the undersigned subscribing incorporators have executed the Articles of Incorporation, this 12 day of January, 2000.



KYONG HAN



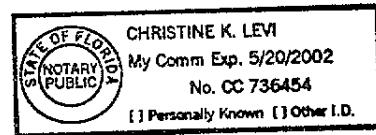
PAUL HEFNER

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the aforementioned State and County to take acknowledgments and administer oaths, personally appeared, KYONG HAN and PAUL HEFNER, who are personally known to me to me known to be the persons described in and executed the foregoing Articles of Incorporation and they acknowledged before me that they executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this
12th day of JANUARY, 2000.

Christine K. Levi
NOTARY PUBLIC



DESIGNATION OF REGISTERED AGENT

I HEREBY ACCEPT the designation as Registered Agent of this corporation.

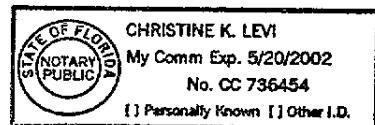
Paul Hefner
PAUL HEFNER

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the aforementioned State and County to take acknowledgments and administer oaths, personally appeared, PAUL HEFNER, who is personally known to me to me known to be the person described in and executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this
12th day of January, 2000-2001

Christine K. Levi
NOTARY PUBLIC



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED