

TRANSMITTAL LETTER

P01000025695

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

FILED
MAR - 8 AM 10:01
TALLAHASSEE, FLORIDA

SUBJECT: NASA-FL, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

600003818636--1
-03/08/01--01049--016
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

EFFECTIVE DATE
03-01-01

FROM: Robert B. Turnage
Name (Printed or typed)

7 Trilby Branch Road
Address

Longwood, FL 32779
City, State & Zip

407 804 0892
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

03-13-01

ARTICLES OF INCORPORATION
OF
NASA-FL, INC.

FILED
01 MAR -8 AM 10:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the state of Florida.

ARTICLE I -Name

The name of this corporation shall be: NASA-FL, Inc.

ARTICLE II -Principal Office and Mailing Address

The principal office of the corporation is located at 7 Trilby Branch Road, Longwood, FL 32779, and the mailing address of the corporation is 7 Trilby Branch Road, Longwood, FL 32779.

ARTICLE III- Initial Registered Office and Agent

The name of the initial registered agent of this corporation is Robert B. Turnage., and the street address of the initial registered office of this corporation is 7 Trilby Branch Road, Longwood, FL 32779.

EFFECTIVE DATE
03-01-01

ARTICLE IV -Business and Activities

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the state of Florida.

ARTICLE V -Capital Stock

The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at anyone time is 10,000 shares of common stock having a par value of \$ 1.00 per share.

ARTICLE VI -Effective Date and Term of Existence

The effective date upon which this corporation shall come into existence shall be March 1, 2001, and it shall exist perpetually thereafter until dissolved according to law.

ARTICLE VII -Directors

- A. The initial number of directors of this corporation shall be two (2).
- B. The number of directors may be either increased or diminished from time to time by the board of directors or the shareholders in accordance with the bylaws of this corporation.
- C. Directors, as such, can receive such compensation for their services, if any, as may be set by the board of directors at any annual or special meeting thereof. The board of directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the board of directors.
- D. Nothing in this article shall be construed to preclude the directors from serving the corporation in any other capacity and receiving compensation therefor.

E. The names and street addresses of the initial members of the board of directors, each to hold office until the first annual meeting of the shareholders of this corporation or until their successors are elected or appointed and have qualified, are:

Name	Street Address
Robert B. Turnage	7 Trilby Branch Road1 Longwood, FL 32779
Mark Rutenberg	1217 Tiffany Ave. S. E. Palm Bay, FL 32909

F. Any director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders of this corporation, for any cause deemed sufficient by such shareholders.

G. In case one or more vacancies shall occur in the board of directors by reason of death, resignation or otherwise, the vacancies shall be filled by the shareholders of this corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining directors until the shareholders have acted to fill the vacancy.

ARTICLE VIII -Incorporator

The name and street address of the incorporator signing these articles are:

Name	Street Address
Robert B. Turnage	7 Trilby Branch Road Longwood, FL 32779

ARTICLE IX -Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the bylaws of this corporation.

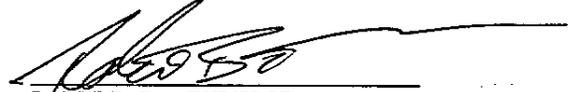
ARTICLE X -Amendment to Articles

These articles of incorporation may be amended in the manner provided by law. Every amendment which requires shareholder approval shall be approved by the board of directors, proposed by them to the shareholders as required by law, and approved at a shareholders' meeting by the holders of a majority of the stock issued, outstanding and entitled to be voted, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment to these articles of incorporation be made.

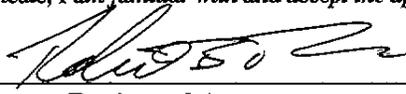
ARTICLE XI -Bylaws

The power to adopt, alter, amend or repeal bylaws of this corporation shall be vested in the shareholders or the board of directors of this corporation; provided, however, that any bylaws adopted by the directors which are inconsistent with any bylaws adopted by the shareholders shall be void, and the directors may not alter, amend or repeal any bylaws adopted by the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 1st day of March, 2001.


ROBERT B. TURNAGE

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

3/5/2001
Date

FILED
01 MAR -8 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA