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MICHAEL J. PRESUTTI, P.A.

Law Offices

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March 13, 2001

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

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-03/19/01--01139--007
122.50 **78.75

RE: FLORIDA STAR FLEET SERVICES, INC.

To The Clerk:

Enclosed please find the original and one copy of The Articles Of Incorporation for the above-captioned proposed Florida Corporation.

Also enclosed is a check in the amount of \$122.50 for the following:

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified Copy of Articles	52.50

TOTAL	\$122.50
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Please file the Articles of Incorporation and forward the certified copy to this office.

Very sincerely yours,


MICHAEL J. PRESUTTI, ESQUIRE

MJP/arp

Enclosures (as stated)

FILED
01 MAR 19 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-21-01
WC

ARTICLES OF INCORPORATION
OF
FLORIDA STAR FLEET SERVICES, INC.

FILED
01 MAR 19 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE - NAME

The name of the Corporation is **FLORIDA STAR FLEET SERVICES, INC.** Its business location shall be 2756 W. Atlantic Boulevard, Suite 16, Pompano Beach, Florida 33069.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business or any other activity permitted under the law of the State of Florida and the United States of America.

ARTICLE IV - STOCK

The aggregate number of shares that the Corporation shall have the authority to issue is 7,000, all which shall be common shares with a par value of \$1.00 per share.

ARTICLE V - STATED CAPITAL

The amount of stated capital with which the Corporation will begin business is \$1,000.00 Dollars.

ARTICLE VI - PREEMPTIVE RIGHTS

The Corporation by action of its Board of Directors, may purchase its own shares at any time and from time to time to the

extent permitted by law.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The registered office of the Corporation shall be located at 3001 Aloma Avenue, Suite 109, Winter Park, Florida 32792, and the name of the registered agent is Michael J. Presutti. The principal office shall be located at 2756 W. Atlantic Boulevard, Suite 16, Pompano Beach, Florida 33069.

ARTICLE VIII - DIRECTORS

The initial Board of Directors and Officers shall consist of one member, who need not be a resident of the State of Florida or a shareholder of the Corporation. The number of directors may be changed from time to time by a majority vote of the shareholders.

The name and address of the person who shall serve as director until the first annual meeting of shareholders or until their successors shall have been elected and qualified, is as follows:

Ahmed Badawi
32 S. Semoran Boulevard
Orlando, Florida 32809

ARTICLE IX - INCORPORATORS

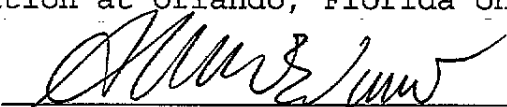
The name and address of the initial incorporator is as follows:

Ahmed Badawi
32 S. Semoran Boulevard
Orlando, Florida 32809

ARTICLE X - AMENDMENTS

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders' meeting, with not less than a two-thirds vote of the common stock.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orlando, Florida on this 13 day of March, 2001.

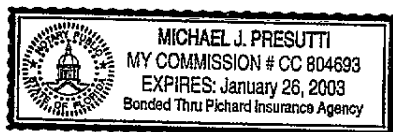



AHMED BADAWI

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority personally appeared AHMED BADFAWI, to me well known to be the persons described in and who subscribed the above Articles of Incorporation, and they did voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Orlando, in said County and State, this 13 day of March, 2001.




NOTARY PUBLIC

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date: March 13, 2001


MICHAEL J. PRESUTTI