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April 25, 2001

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

SUBJECT: ICEPLEX SPACECOAST, INC.

000004081010--3 -04/26/01--01071--005 ******78.75 ******78.75

Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Incorporation for the above proposed Florida corporation, together with my check in the amount of \$78.75, for payment of the incorporation fee. Please file the enclosed Articles and return a certified copy to me. Thank you for your assistance in this matter.

Sincerely

Mitchell S. Goldman

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ARTICLES OF INCORPORATION OF ICEPLEX SPACECOAST, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopt the following Articles of Incorporation:

ARTICLE I Name

The name of the corporation is ICEPLEX SPACECOAST, INC.

ARTICLE II Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III Purposes

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE IV Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$.10 per share.

ARTICLE V Initial Registered Office and Agent

The street address of the corporation's initial registered office, and the name of its initial registered agent at that office is as follows: Alpha Management Corp. 720 Roy Wall Boulevard, Rockledge, Florida 32955.

The principal office of the corporation is as follows: 720 Roy Wall Boulevard, Rockledge, Florida 32955.

ARTICLE VI **Directors**

Section 6.1 Number. This corporation shall have two directors (2) initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than two.

Section 6.2 <u>Initial Director</u>. The name and street address of the initial director of the corporation is:

NAME Haim Bar-Navon

720 Roy Wall Boulevard

Rockledge, Florida 32955

STREET ADDRESS

Ziva Bar-Navon 720 Roy Wall Boulevard

Rockledge, Florida 32955.

ARTICLE VII Incorporator

The name and street address of the incorporator of this corporation is:

<u>NAME</u> Haim Bar-Navon STREET ADDRESS 720 Roy Wall Boulevard Rockledge, Florida 32955

ARTICLE VIII
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this day of April, 2001.

HAIM BAR-NAVON

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this day of April, 2001, by Haim Bar-Navon.

NOTARY PUBLIC

Personally Known COR Produced Identification



CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with FLA. STAT. Sections 48.091, 607.034, the following is submitted:

ICEPLEX SPACECOAST, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates Alpha Management Corp., as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 720 Roy Wall Boulevard, Rockledge, Florida 32955.

Alpha Management Corp.

HAIMBAR-MAVON Presiden

DATED: April 4, 2001

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Alpha Management Corp.

HAIM BAR-NAVON, Preside

DATED: April , 2001

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SECRETARY OF STATE
FALLAHASSEL FLORING