

**P010000077836**  
**Stanley, Dehlinger & Rascher, P.A.**  
**Attorneys at Law**

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**260 Maitland Avenue, Suite 1500, Altamonte Springs, FL 32701**

July 30, 2001

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

**500004514415--6**  
**-08/03/01--01072--024**  
**\*\*\*\*122.50 \*\*\*\*\*78.75**

Re: MEDSat Corporation

Dear Sir:

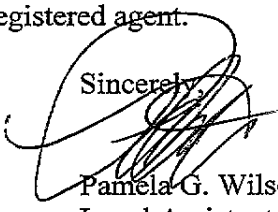
Enclosed are the original and a duplicate copy of the Articles of Incorporation of this proposed corporation.

Please provide us with a certified copy of the Articles of Incorporation and return it to the undersigned.

Also enclosed is a certificate of acceptance as registered agent for service of process within this State.

Additionally, a check is enclosed for the total amount of \$122.50 to cover the filing fee and the fee for designation of registered agent.

Sincerely,

  
Pamela G. Wilson  
Legal Assistant to  
Frederic Stanley, Jr.

PGW/pc/enc.

**01 AUG -3 AM 8:59**  
**FILED**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

*Ps 8/8/01*

FILED

01 AUG -3 AM 8:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
MEDSat Corporation.

ARTICLE I - NAME

The name of this corporation is MEDSat Corporation.

ARTICLE II - DURATION

This corporation shall exist perpetually, beginning in accordance with law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 8,083,000 shares of no par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE/PRINCIPAL OFFICE  
AND AGENT

The street address of the initial principal office of this corporation shall be:

1900 S. Harbor City Blvd., Ste 124  
Melbourne, FL 32903

The name of the initial registered agent of this corporation and his address are:

Frederic Stanley, Jr.  
260 Maitland Avenue, Suite 1500  
Altamonte Springs, FL 32701

ARTICLE VI - INITIAL BOARD OF DIRECTOS AND OFFICERS

- A. This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The name and address of the initial director and officer of this corporation is as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>	<u>OFFICER</u>
Dennis Gerber	1900 S. Harbor City Blvd Suite 124 Melbourne, FL 32903	President/Director
Rob Boyd	1900 S. Harbor City Blvd Suite 124 Melbourne, FL 32903	Director
Joe Kessel	1900 S. Harbor City Blvd Suite 124 Melbourne, FL 32903	Director

#### ARTICLE VII - INCORPORATOR

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

<u>NAME</u>	<u>ADDRESS</u>
Frederic Stanley, Jr.	260 Maitland Avenue, Suite 1500 Altamonte Springs, FL 32701

#### ARTICLE VII - BY LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and shareholders.

#### ARTICLE IX - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on July 31, 2001.

Frederic Stanley, Jr.  
Incorporator

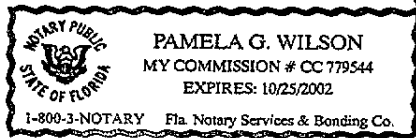
FILED

STATE OF FLORIDA  
COUNTY OF Brevard

01 AUG -3 AM 8:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The foregoing Articles of Incorporation were acknowledged, before me, on July 31, 2001, by Frederic Stanley, Jr.



NOTARY PUBLIC  
My Commission expires:

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of MEDSat Corporation, I hereby accept and agree to act in this capacity.

Frederic Stanley, Jr.