

P0100015143

November 29, 2001

Florida Dept. of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

400004701634--6

-12/03/01--01029--017

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Subj: Incorporation of THE FLY BOX, INC.

Dear Sir:

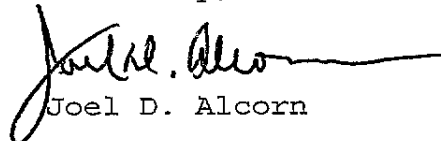
Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901; (321) 729-6399

Thank you for your assistance in this matter.

Sincerely,

  
Joel D. Alcorn

EFFECTIVE DATE  
01-01-02

gy 12/5

ARTICLES OF INCORPORATION  
OF

THE FLY BOX, INC.

ARTICLE I. NAME

The name of this corporation is

THE FLY BOX, INC.

ARTICLE II. DURATION

This corporation shall commence January 1, 2002 and shall have perpetual existence.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 25,000 shares of \$ .01 par value common stock, which shall be designated "common shares".

EFFECTIVE DATE

01-01-02

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

FILED  
01 DEC -3 PM 2:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 510 Bay Circle, Indian Harbor Beach, Florida, 32937 and the name of the initial registered agent of this corporation at that address is JOEL D. ALCORN

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

JOEL D. ALCORN	SUSAN E. ALCORN
510 Bay Circle	510 Bay Circle
Indian Hbr Bch, FL 32937	Indian Hbr Bch, FL 32937

ARTICLE VIII. PRINIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 510 Bay Circle, Indian Harbor Beach, Florida 32937, and the mailing address of the corporation is P. O. Box 372517, Satellite Beach, Florida 32937.

ARTICLE IX. INCORPORATORS

The name and address of the person signing these articles are:

JOEL D. ALCORN  
510 Bay Circle  
Indian Hbr Bch, FL 32937

ARTICLE X. AMENDMENTS

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

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 29th day of November, 2001.

  
JOEL D. ALCORN

STATE OF FLORIDA  
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared JOEL D. ACORN to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 29th day of November, 2001.

  
Notary Public




DESIGNATION  
AS  
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That THE FLY BOX, INC. desiring to organize under Statutes of the State of Florida, with its principal office at 510 Bay Circle, Indian Harbor Beach, Florida, 32937 has named JOEL D. ALCORN located at as its agent to accept service of 510 Bay Circle, Indian Harbor Beach, Florida, 32937 process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

  
JOEL D. ALCORN  
Registered Agent

FILED  
01 DEC -3 PM 2:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA