

**Electronic Articles of Incorporation
For**

**P01000115236
FILED
December 05, 2001
Sec. Of State**

ORION TECHNOLOGY HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ORION TECHNOLOGY HOLDINGS, INC.

Article II

The principal place of business address:

4919 SILVER FERN DRIVE
SARASOTA, FL. 34241

The mailing address of the corporation is:

4919 SILVER FERN DRIVE
SARASOTA, FL. 34241

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100,000,000

Article V

The name and Florida street address of the registered agent is:

W. GLENN REDDEN
4919 SILVER FERN DRIVE
SARASOTA, FL. 34241

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: W. GLENN REDDEN

Article VI

The name and address of the incorporator is:

W. GLENN REDDEN
4919 SILVER FERN DRIVE
SARASOTA, FL 34241

Incorporator Signature: W. GLENN REDDEN

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CD
JERRY W RAINEY III
9919 TOPAZ AVENUE, SUITE 105
HESPERIA, CA. 92345

Title: PD
BURL R SHEPPARD
500 CHESTNUT STREET, SUITE 1730
ABILENE, TX. 79602

Title: DV
GARY S ADWAR
616 SAN VICENTE BLVD., SUITE A
SANTA MONICA, CA. 90402

Title: ST
W. GLENN REDDEN
4919 SILVER FERN DRIVE
SARASOTA, FL. 34241

Title: V
FRANK T BRIDGES
2431 DANA DRIVE
SAFETY HARBOR, FL. 34695