

LIGHTNING PREDICTION SYSTEMS, INC.

600 Bypass Drive, Suite 210

Clearwater, Florida 33764

January 16, 2002

Florida Department of State Division of Corporation

409 East Gaines St.

Tallahassee, FL 32399

500004782615--6  
-01/17/02--01069--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: New Articles of Incorporation

Gentlemen:

Please file the enclosed Articles of Incorporation for LIGHTNING PREDICTION SYSTEMS, INC. Our check for \$78.75, covering various fees, is enclosed. Please forward all correspondence to:

Berkley C. Badger  
600 Bypass Drive, Suite 210  
Clearwater, FL 33764

We appreciate your prompt consideration of this matter.

Sincerely,

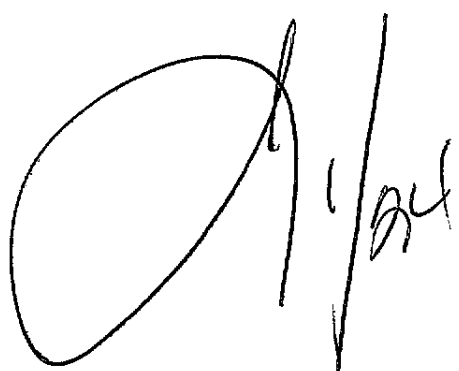


Berkley C. Badger  
Incorporator

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02 JAN 17 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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Enclosure



**ARTICLES OF INCORPORATION  
OF  
LIGHTNING PREDICTION SYSTEMS, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the state of Florida.

Article I. Name

The name of the corporation shall be: Lightning Prediction Systems, Inc. The principal place of business shall be 600 Bypass Drive, Suite #210, Clearwater, FL 33764.

Article II. Nature of Business

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the state of Florida, or any other state, country, territory or nation.

Article III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of voting common stock having a par value of .01 cent per share, and 1,000,000 shares of non-voting common stock having a par value of .01 cent per share.

Article IV. Address

The street address of the initial registered office of the corporation shall be 600 Bypass Drive, Suite #210, Clearwater, FL 33764; the name of the initial registered agent of the corporation at that address is Berkley C. Badger.

Article V. Term of Existence and Effective Date

This corporation is to exist perpetually. The effective date of incorporation is January 16, 2002.

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Cont: Articles of Incorporation of Lightning Prediction Systems, Inc.  
January 16, 2002  
Page 2 of 2


Article VI. Preemptive Rights

Every shareholder upon the sale for cash of any new stock of this corporation, of or the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

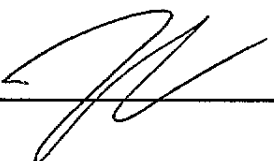
Article VII. Directors

This corporation shall have one director, initially. The name and street address of the initial member of the board of directors is: Berkley C. Badger, 324 Westgate Road, Tarpon Springs, FL 34688.

In witness whereof, the undersigned has hereunto set his hand and seal on this 16th day of January, 2002.

 (SEAL) Berkley C. Badger, Incorporator

I, Berkley C. Badger, do hereby accept the position and responsibility of registered agent for the corporation known as: Lightning Prediction Systems, Inc.

 (SEAL) Berkley C. Badger, Registered Agent

Attach Notary Documentation Here:

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA