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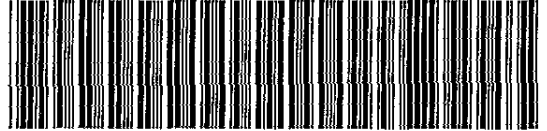
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE
REGISTRARS
TALLAHASSEE, FLORIDA

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Hyperion Ventures Inc

Signature _____

Requested by: AW

Name _____

Date 1/29

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

ARTICLES OF INCORPORATION
OF
HYPERION VENTURES, INC.

FILED
03 JAN 29 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposed of forming a corporation under the Florida General Corporation Act. hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of this Corporation is Hyperion Ventures, Inc.

ARTICLE II

The principal office of this Corporation is 3786 Biscayne Dr., Winter Springs, FL 32708. The registered office of this Corporation is 3786 Biscayne Dr., Winter Springs, FL 32708.

ARTICLE III

This corporation shall exist perpetually, commencing on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE IV

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

ARTICLE V

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock, which shall be designated "common stock".

ARTICLE VI

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes

shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE VII

The name and address of the initial registered agent of this corporation is Betty A. Hughes, 2080 Newfound Harbor Dr. Merritt Island, FL 32952-2841.

ARTICLE VIII.

This corporation shall have one (1) director 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 name and address of the initial director of this corporation is as follows: Jeffrey L. Hughes, 3786 Biscayne Dr., Winter Springs, FL 32708.

ARTICLE IX

The name and address of the initial officer of this corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President: Jeffrey L. Hughes, 3786 Biscayne Dr., Winter Springs, FL 32708

ARTICLE X

Every stockholder, upon the sale of any shares or securities of the Corporation convertible into or carrying a right to subscribe to shares of this Corporation of the same kind, class or series as that which he holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE XI

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


IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed to these Articles of Incorporation at Merritt Island, Florida on the 25th day of January, 2003.



STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgements, personally appeared Jeffrey L. Hughes to me known and known to me to be the person described in the foregoing instrument, and he acknowledged before me that he executed the same for the purpose stated therein.

WITNESS my hand and official seal in the State and County last aforesaid, this 25th day of January, 2003.


Notary Public in and for
the State of Florida


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, The following is submitted in compliance with said Act:

FIRST, that Hyperion Ventures, Inc. desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in Winter Springs, County of Seminole, State of Florida, has named Betty A. Hughes, located at 2080 Newfound Harbor Drive, Merritt Island, Florida 32952-2841, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above state corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


Betty A. Hughes



Betty A. Hughes
MY COMMISSION # DD069065 EXPIRES
March 16, 2005
BONDED THRU TROY FAN INSURANCE, INC.

FILED
03 JAN 29 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA