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To: Division of Corporations
Fax Number : (850)205-0381

EFFECTIVE DATE
05-14-03

From: Account Name : FERNANDEZ, PETR & ASSOCIATES
Account Number : 110514003576
Phone : (305)651-4649
Fax Number : (305)651-1278

FLORIDA PROFIT CORPORATION OR P.A.

SPACEMAN ENTERPRISES, INC.

Certificate of Status:	1
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03 MAY 15 PM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 14, 2003

FERNANDEZ PETR & ASSOC

SUBJECT: SPACEMAN ENTERPRISES, INC.
REF: W03000013684

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**ARTICLES OF INCORPORATION
FOR
SPACEMAN ENTERPRISES, INC.**

A Florida Corporation

The undersigned, acting as incorporator under the Florida Business Corporation Act adopts the following Articles of Incorporation.

ARTICLE I. NAME

EFFECTIVE DATE

05-14-03

The name of the corporation is:
SPACEMAN ENTERPRISES, INC.

ARTICLE II. ADDRESS

The corporations mailing address is:
**7960 SW 13TH TERRACE
MIAMI, FL 33144**

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ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall begin effective
May 14, 2003

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and the state of Florida.

ARTICLE V. AUTHORIZED SHARES **H03000186237 1**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 7960 SW 13TH TERRACE MIAMI, FL 33144 and the name of the corporation's initial registered agent at the address is MARCO GIMENEZ.

ARTICLE VII INITIAL BOARD OF DIRECTORS

A Board of Directors consisting of no less than 1 director(s) shall manage the corporation. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than 1. The name(s) of the initial director(s):

NAME
MARCO GIMENEZ

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator is:
FERNANDEZ, PETR & ASSOCIATES
1220 NE 207TH STREET
MIAMI, FL 33179-2019

The incorporator of the corporation assigns this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the Board of Directors any rights he/she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

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1220 NE 207th Street
Miami, FL 33179-2019

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ARTICLE IX. CORPORATE OFFICER (S)

The corporate officer(s) shall be as follows:

PRESIDENT/SECRETARY/TREASURER - MARCO GIMENEZ

ARTICLE X. AMENDMENTS

The corporation reserves the right to: amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 14TH day of May 2003.

Fernandez, Petr & Associates

By: Virginia Petr
Virginia Petr, President

Fernandez, Petr & Associates
1220 NE 207th Street
Miami, FL 33179-2019

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

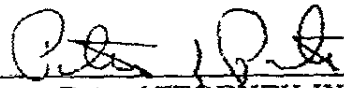
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That SPACEMAN ENTERPRISES, INC. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 7960 SW 13TH TERRACE MIAMI, FL 33144, has named MARCO GIMENEZ as its agent to accept, service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

MARCO GIMENEZ
7960 SW 13TH TERRACE
MIAMI, FL 33144



Peter Petr, ATTORNEY-IN-FACT
Marco Gimenez, President
Dated: May 14, 2003

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