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

EFFECTIVE DATE
08-05-03

From: Account Name : PATRICIA GESSEL, P.A.
Account Number : I20010000242
Phone : (305) 453-5277
Fax Number : (305) 453-4985

2003 JUL 31 AM 10: 07
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Millennium Galaxy Corp.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
MILLENNIUM GALAXY CORP.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

EFFECTIVE DATE
08-01-03

The name of the Corporation ("Corporation") is:

Millennium Galaxy Corp.

ARTICLE II

The existence of the Corporation shall begin on:

August 1, 2003

ARTICLE III

The street address of the principal office of the Corporation is:

9 Oakview Circle
Palm Coast, FL 32137

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

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ARTICLE V

The initial street address of the Corporation's registered office is:
9 Oakview Circle
Palm Coast, FL 32137

The initial registered agent for the Corporation at that address is:
Thomas J. Belton III

ARTICLE VI

The initial board of directors shall consist of two (2) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
Thomas J. Belton III	9 Oakview Circle Palm Coast, FL 32137
Jeffrey B. Jones	509 Chaucer Drive Maple Glen, PA 19002

ARTICLE VII

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

Name	Address
Thomas J. Belton III	9 Oakview Circle Palm Coast, FL 32137

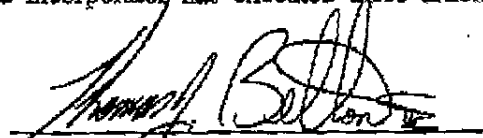
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ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on July 31, 2003.


Name: Thomas J. Belton, III

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Millennium Galaxy Corp. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: Thomas J. Belton III

Date: July 31, 2003

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