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To:

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

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I200000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

FLORIDA PROFIT CORPORATION OR P.A.

HUGHES EMPLOYEE MANAGEMENT, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
HUGHES EMPLOYEE MANAGEMENT, INC.**

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

**ARTICLE I
Name**

The name of the Corporation shall be HUGHES EMPLOYEE MANAGEMENT, INC.

**ARTICLE II
Principal Office**

The principal office of the Corporation is located at One Hughes Way, Orlando, Florida 32805-2232, and its mailing address is the same.

**ARTICLE III
Corporate Purposes, Power and Rights**

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
Duration of the Corporation**

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE V
Authorized Stock**

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 shares of Common Stock, with a \$0.01 par value per share.

**ARTICLE VI
Registered Office and Registered Agent**

The street address of the initial registered office of the Corporation in the State of Florida shall be 1201 Hayes Street, Tallahassee, Florida 32301. The initial registered agent of the Corporation at the registered office shall be Corporation Service Company.

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ARTICLE VII
Incorporator

The name and address of the incorporator of the Corporation is:

Name

Address

Glenn A. Adams

200 S. Orange Ave., Suite 2600
Orlando, Florida 32801

Executed this 22nd day of April, 2005.



Glenn A. Adams, Incorporator

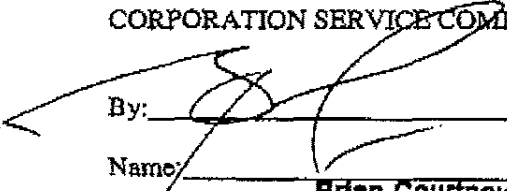
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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

CORPORATION SERVICE COMPANY

By: 
Name: Brian Courtney
Title: Asst. V. Pres.

Date: 4-22-, 2005

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