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(Requestor's Name)

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PICK-UP WAIT MAIL

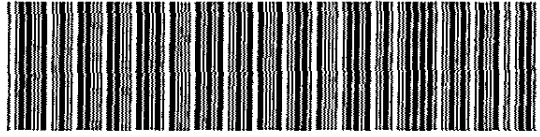
(Business Entity Name)

(Document Number)

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STATE PALM BEACH COUNTY
TALLAHASSEE, FLORIDA
2005 MAY 16 A 8:12

FILED

D. WHITE MAY 17 2005

CLARK LAW OFFICE, P.A.

Alfred W. Clark, Jr.

2340 Stanford Court

Naples, Florida 34112

Phone (239) 262-8063 Fax (239) 434-7615

May 11, 2005

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation
Pion Corporation

Dear Department of State:

Enclosed please find the original and one copy of the proposed Articles of Incorporation and Designation of Acceptance of Registered Agent for a Florida For Profit Corporation in reference to the above captioned corporation.

Enclosed also is our check in the amount of \$78.50 payable to the Department of State for filing fees (\$35.00), Registered Agent Designation (\$35.00) and Certified Copy of the Articles of Incorporation (\$8.75).

Please file the Articles of Incorporation and return a Certified Copy of the same to our office. Please contact our office should there be any problems.

Sincerely,



Alfred W. Clark, Jr., Esq.
AWC/jem
Enclosures As Stated

**ARTICLES OF INCORPORATION
OF
PION CORPORATION**

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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, and in compliance with Chapter 621, Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I: CORPORATE NAME

The name of this corporation shall be **PION CORPORATION**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 3431 Anguilla Way, Naples, Florida 34119.

ARTICLE III: PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States of America or the State of Florida, and specifically for the purchase of, sale of, investment in and taking title to real property within and without the State of Florida, to enter into contracts and to carry on any activities necessary or incidental to the accomplishment or furtherance of the purpose of this corporation.

ARTICLE IV: SHARES AUTHORIZED

The number of shares of stock initially authorized to be issued by the corporation shall be five hundred (500) no-par value common shares to be valued at \$1.00 per share on the initial date of issuance.

ARTICLE V: INITIAL OFFICERS AND/OR DIRECTORS

The following individuals shall serve as the initial officers and/or directors of the corporation:

Ernest J. Scena, Jr.
3431 Anguilla Way
Naples, FL 34119
Director/President/Secretary/Treasurer

ARTICLE VI: REGISTERED AGENT

The name and Florida street address of the registered agent for the corporation is:

Ernest J. Scena, Jr.
3431 Anguilla Way
Naples, FL 34119

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII: INCORPORATOR

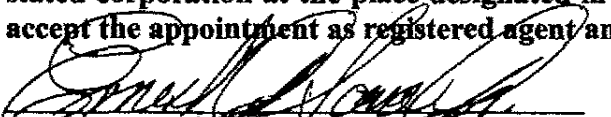
The name and address of the Incorporator of the corporation is:

Ernest J. Scena, Jr.
3431 Anguilla Way
Naples, FL 34119

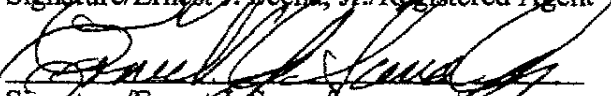
ARTICLE VIII: EFFECTIVE DATE OF CORPORATION

The corporation shall commence business operations, effective upon the date of filing of the Articles of Incorporation with the Florida Department of State.

.....
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Ernest J. Scena, Jr./Registered Agent

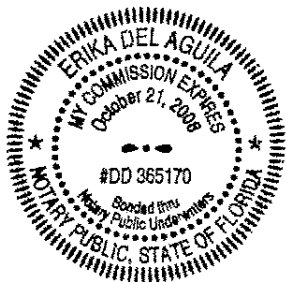
5-11-05
Date


Signature/Ernest J. Scena/Incorporator

5-11-05
Date

SWORN to before me, the undersigned authority, by Ernest J. Scena, Jr., who after being duly sworn did subscribe his names to the within Articles of Incorporation as his own free act and deed. Said individual was either personally known to me or presented the following identification: Florida Driver's License.

SEAL




Signature/Notary Public

Erika Del Aguila
Printed Name/Notary Public
My Commission Expires: