

**Electronic Articles of Incorporation
For**

P08000011746
FILED
January 31, 2008
Sec. Of State
alhall

SPACEWERKS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
SPACEWERKS, INC.

Article II

The principal place of business address:
5111 29TH AVENUE NORTH
SAINT PETERSBURG, FL. US 33710

The mailing address of the corporation is:
5111 29TH AVENUE NORTH
SAINT PETERSBURG, FL. US 33710

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
20,000,000

Article V

The name and Florida street address of the registered agent is:
LARRY A KIMMITT JR
5111 29TH AVENUE NORTH
SAINT PETERSBURG, FL. 33710

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: LARRY A. KIMMITT, JR.

Article VI

The name and address of the incorporator is:

LARRY A. KIMMITT, JR.
5111 29TH AVENUE NORTH
SAINT PETERSBURG, FL 33710

Incorporator Signature: LARRY A. KIMMITT, JR.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
LARRY A KIMMITT JR
5111 29TH AVENUE NORTH
SAINT PETERSBURG, FL. 33710 US

Title: VP
KENNETH R YEAGER
4946 FEATHERCOVE DRIVE
CLEARWATER, FL. 33784 US

Title: SEC
BEAT NUSSBAUM
5111 29TH AVENUE NORTH
SAINT PETERSBURG, FL. 33710 US

Article VIII

The effective date for this corporation shall be:

02/01/2008