Electronic Articles of Incorporation For

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SPACEMAKER SYSTEMS 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: SPACEMAKER SYSTEMS INC.

Article II

The principal place of business address:

200 COUNTY LINE CT. SUITE 7 OAKLAND, FL. 34787

The mailing address of the corporation is:

200 COUNTY LINE CT. SUITE 7 OAKLAND, FL. 34787

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: 1,000 NPV

Article V

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

TRAC - THE REGISTERED AGENT COMPANY 236 EAST 6TH AVENUE TALLAHASSEE, FL. 32303

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

Registered Agent Signature: LISA A. STARRY

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Article VI

The name and address of the incorporator is:

MARK SKUBICKI 52 HOLIDAY DRIVE P.O. BOX 367 HAWLEY, PA 18428

Electronic Signature of Incorporator: MARK SKUBICKI

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P ROSS ASTRUP 12 OAKDALE STREET WINDERMERE, FL. 34786

Title: T GARY L ASTRUP 1111 OLD GRIFFIN ROAD DANIA BEACH, FL. 33004

Title: S RONALD C ASTRUP 9 SOMERSET LANE-APT 204 EDGEWATER, NJ. 07020

Title: D ROSS ASTRUP 12 OAKDALE STREET WINDERMERE, FL. 34786

Title: D GARY L ASTRUP 1111 OLD GRIFFIN ROAD DANIA BEACH, FL. 33004

Title: D RONALD C ASTRUP 9 SOMERSET LANE EDGEWATER, NJ. 07020