

CAPITAL CONNECTION, INC.

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Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
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95000021356

PHONE ()

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Mastercard Automations, Inc.

	C.C. FEE.	DISBURSED
Capital Express		
Art. of Inc. Fil		
Corp. Record Search		
Ltd. Partnership Fil		
Foreign Corp. Fil		
() Cert. Copy(s)		
Art. of Amend. Fil		
Dissolution/Withdrawal		
C U S -		
Fictitious Name Fil		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit Invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

BSB

MAR 16 1995

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY	JW		

WALK-IN Will Pick Up 3-16 11:00

**ARTICLES OF INCORPORATION
OF
MASTERMIND AUTOMATIONS, INC.**

FILED

95 MAR 16 AM 10:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as sole incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be Mastermind Automations, Inc.

ARTICLE II - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE III - GENERAL PURPOSES

The general purpose for which the corporation is organized shall be:

(1) To manufacture, construct, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class, and description.

(2) It is intended that the corporation is organized for and may conduct and transact any and all lawful business authorized and not prohibited by the Florida General Corporation Act, as the same may be from time to time amended; provided, however, that notwithstanding the generality of the foregoing, the corporation is not hereby authorized to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair, or exposition business.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is ONE HUNDRED THOUSAND (100,000) shares, which shall be designated as Common Shares with a par value of one cent (\$.01) per share.

**ARTICLE V - INITIAL REGISTERED OFFICE, PRINCIPAL PLACE OF
BUSINESS AND REGISTERED AGENT**

The initial street address of the registered office of the corporation in the State of Florida and the principal place of business for the corporation 7185 Balboa Drive, Orlando, Florida, 32818. The name of the initial registered agent of the corporation at such address is Stephen McKenzie.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of the corporation shall be one.
- B. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.
- C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and have qualified are:

<u>Name</u>	<u>Address</u>
Stephen McKenzie	7185 Balboa Drive Orlando, Florida 32818

ARTICLE VIII - INCORPORATOR

The name and street of the incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
Stephen McKenzie	7185 Balboa Drive Orlando, Florida 32818

ARTICLE VIII - BY-LAWS

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested solely in the shareholders of the corporation.

ARTICLE IX - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation at Orlando, Florida, this 15th day of March, 1995.

Stephen R. Powell

STATE OF FLORIDA)
)S.S.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 15th day of
March, 1995.

Robin R. Powell
NOTARY PUBLIC

My Commission Expires:

ROBIN R. POWELL
Notary Public, State of Florida
My comm. expires July 7, 1997
Comm. No. CC300840
Bonded Thru Poe & Brown, Inc.

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Stephen McKenzie, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that it is familiar with and accepts the obligations imposed pursuant to SS 607.325 of the Florida General Corporation Act.

Stephen McKenzie

FILED
95 MAR 16 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA