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April 12, 1995

SECRETARY OF STATE
Division of Corporations
The Capital
Tallahassee, Florida 32301

800001456748
-04/14/95--01058--011
****122.50 ****122.50

Re: GUIDANCE USA, INC.

Dear Sir or Madam:

I have enclosed for filing an Articles of Incorporation for the above-referenced corporation. After filing this document, please return to my office a certified copy of the Articles of Incorporation. I have also enclosed my check in the amount of \$122.50 for applicable fees.

Your attention to this matter is appreciated.

Very truly yours,


Scott Wright

SW/sh

NANCY HENDRICKS APR 19 1995

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95 APR 14 11:05
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ARTICLES OF INCORPORATION
OF
GUIDANCE USA, INC.

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ARTICLE I. NAME

The name of this corporation is GUIDANCE USA, INC.

ARTICLE II. DURATION

The period of duration of this corporation is perpetual.

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 and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is 7,500 shares of capital stock with a par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The mailing address and street address of the initial registered office of this corporation is 2480 Minton Road, Melbourne, Florida 32904 and the initial principal office of this corporation is 2480 Minton Road, Melbourne, Florida 32904. The name of the initial registered agent at such address is: Jindong Kim.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of Directors may be either increased or diminished from time to time as provided by the Bylaws, but shall never be less than one. The name and address of the initial Director of this corporation is:

Hee-Dong Kim
2480 Minton Road
Melbourne, Florida 32904

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of this corporation is:

Hee-Dong Kim
2480 Minton Road
Melbourne, Florida 32904

ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify any officer of Director or former officer or Director to the full extent permitted by law.

ARTICLE IX. BYLAWS

The powers to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and shareholders.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at Melbourne, Florida, on this 15th day of April, 1995.



HEE-DONG KIM


STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally appeared HEE-DONG KIM to me well known to be the person described in the foregoing Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Melbourne, Florida, on this 12th day of April, 1995.

NOTARY STAMP SEAL:





NOTARY SIGNATURE

MYRA FRAZIER TESTA

NOTARY PRINTED NAME

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated as Registered Agent of GUIDANCE USA, INC. with the registered office at 2480 Minton Road, Melbourne, Florida 32904, hereby consents to and accepts said designation.

Jindong Kim
JINDONG KIM

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally appeared JINDONG KIM, who is personally known to me or has produced Florida Driver License as identification, and who is well known to me to be the person described in and who executed the foregoing Acceptance of Registered Agent, and he did freely and voluntarily acknowledge before me according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Melbourne, Florida, on this 12th day of April, 1995.

Notary Stamp Seal:



Myra Frazier Testa
NOTARY SIGNATURE

MYRA FRAZIER TESTA
NOTARY PRINTED NAME