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KURT T. SAUTER
ATTORNEY AT LAW

703 E. NEW HAVEN AVENUE
MELBOURNE, FLORIDA 32901

June 21, 1995 TEL: (407) 723-6151 • FAX: (407) 723-7547

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32309

Re: CHAMBRAIR U.S.A., INC.

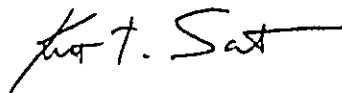
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***122.50 ***122.50

Dear Sirs:

I enclosed an original and one copy of Articles of Incorporation for the above referenced corporation together with filing fee in the amount of \$122.50. Please file the original Articles and return the copy to the address shown on this letterhead.

Thank you for your assistance in this matter.

Sincerely,



Kurt T. Sauter

Enclosures

cc: Michael L. Reinhart

FILED
95 JUN 23 PM 4:29
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CHAMBRAIR U.S.A., INC.

FILED
95 JUN 23 PM 4:29
RECORDED
TALLAHASSEE, FLA.

The undersigned, being a natural person, does hereby act as incorporator in adopting the following Articles of incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida General Corporation Act.

ARTICLE I
CORPORATE NAME

The name of this Corporation (hereinafter "CORPORATION") shall be:

CHAMBRAIR U.S.A., INC.

ARTICLE II
PURPOSE OF BUSINESS

The purpose of this CORPORATION is to engage in any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III
AUTHORIZED SHARES

The Corporation shall be authorized to create, issue and have outstanding at any time, a maximum of 100,000 shares of common stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV
TERM OF EXISTENCE

The existence of this Corporation shall begin upon the filing of these Articles with the Secretary of State.

The Corporation shall exist perpetually unless dissolved in accordance with the laws of the State of Florida.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

7350 Talona Drive, Suite B
Melbourne, Florida 32904

The name of the initial registered agent of this Corporation at that address shall be:

MICHAEL L. REINHART

ARTICLE VI
BOARD OF DIRECTORS

The initial Board of Directors of CORPORATION shall consist of one (1) member.

ARTICLE VII
FIRST BOARD OF DIRECTORS

The name and street address of the members of the first Board of Directors who shall hold office until his or her successor shall have been duly elected or appointed and have qualified are as follows:

<u>Name</u>	<u>Street Address</u>
Michael L. Reinhart, President	7350 Talona Drive, Suite B Melbourne, Florida 32904
Michael L. Reinhart, Secretary	7350 Talona Drive, Suite B Melbourne, Florida 32904
Michael L. Reinhart, Treasurer	7350 Talona Drive, Suite B Melbourne, Florida 32904

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator are as follows:

<u>Name</u>	<u>Street Address</u>
Michael L. Reinhart	7350 Talona Drive, Suite B Melbourne, Florida 32904

ARTICLE IX
PRINCIPAL OFFICE

The street address and mailing address of the principal office of the Corporation are:

7350 Talona Drive, Suite B, Melbourne, Florida 32904


IN WITNESS WHEREOF, the undersigned has made and subscribed the Articles of Incorporation at Melbourne, Florida, for the uses and purposes aforesaid, this 21st day of JUNE, 1995.


Michael L. Reinhart
Incorporator

STATE OF FLORIDA)
COUNTY OF BREVARD)

Before me personally appeared Michael L. Reinhart to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the Articles of Incorporation as incorporator of CORPORATION for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Melbourne, Brevard County, Florida, this 21 day of June, 1995.


Notary Public

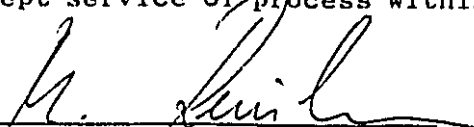


KURT T SAUTER
My Commission CC418538
Expires Oct. 26 1996
Bonded by HAI
800-422 1555

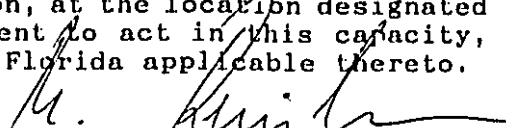
DESIGNATION AND ACCEPTANCE
OF
CHAMBRAIR U.S.A., INC.

FILED
95 JUN 23 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, CHAMBRAIR U.S.A., INC. having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 7350 Talona Drive, Suite B, Melbourne, Florida 32904, has named Michael L. Reinhart located thereat as its registered agent to accept service of process within this state.


Michael L. Reinhart
Incorporator

Having been named as registered agent to accept service of process for the above-named corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.


Michael L. Reinhart
Registered Agent

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July 5, 1996

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-07/05/96--01062--008
****200.00 ****200.00

REPLACEMENT FEE 1996

ANNUAL REPORT: CHAMBRAIR U.S.A.,
INC.

DEBIT MEMO: # 64034-B

CHECK #: 239