

MAQUIRE, VOORHIS & WELLS, P.A.

Attorneys at Law

ONE BANK CENTER SUITE 1000
100 SOUTH ORLANDO AVENUE
ORLANDO, FLORIDA 32801
TELEPHONE (407) 244-1130
FAX (407) 244-1207

WRITERS DIRECT MAIL

MAILING ADDRESS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

(407) 244-1130

P95000053240

June 21, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800001537768
-07/14/95--01032--002
****122.50 ****122.50

RE: Hughes International Projects, Inc.

Ladies and Gentleman:

I am enclosing with this letter the original Articles of Incorporation for the above referenced entity along with one copy. I have also enclosed a filing fee in the amount of One Hundred Twenty Two and 50/100 dollars (\$122.50) for the filing fee. After filing, please return the copy to my attention at the address shown above.

If you have any questions or comments, please call me at (407) 244-1130. Thank you for your assistance in this matter.

Sincerely,

Joseph B. Stanton
Joseph B. Stanton

JBS/sk
Enclosure

(f'corp 148 bp sec st

FILED
05 JUL 11 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Check kensig
W-13464
255 109*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 5, 1995

MAGUIRE VOORHIS & WELLS, P.A.
% JOSEPH B. STANTON
200 SOUTH ORANGE AVE. #3000
ORLANDO, FL 32801

SUBJECT: HUGHES INTERNATIONAL PROJECTS, INC.
Ref. Number: W95000013464

We have received your document for HUGHES INTERNATIONAL PROJECTS, INC. and your check(s) totaling \$. However, the document has not been filed and is being retained in this office for the following:

Please sign and return your check, along with a copy of this letter to ensure your check is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 795A00032452

ARTICLES OF INCORPORATION

OF

HUGHES INTERNATIONAL PROJECTS, INC.

The undersigned incorporator delivers these Articles of Incorporation to form a corporation under the Florida Business Corporation Act.

ARTICLE I

Name. The name of this corporation is:

HUGHES INTERNATIONAL PROJECTS, INC.

ARTICLE II

Principal Office. The principal office and mailing address of this corporation is 889 Lisa Lane Point Eva, Haines City, Florida 33844.

ARTICLE III

Business and Activities. This corporation may, and is authorized 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE V

Term of Existence. This corporation shall have perpetual existence.

ARTICLE VI

Initial Registered Office and Agent. The street address of the initial registered office of the corporation is 889 Lisa Lane Point Eva, Haines City, Florida 33844 and the name of the initial registered agent of the corporation at that address is Philip Hughes.

FILED
95 JUL 11 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

Number of Directors. This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of the reasonable expenses incurred by Directors in attending meetings of the Directors. Nothing in this Article shall be construed to preclude the Directors from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors. The name and street address of the initial Director of this corporation is:

<u>Name</u>	<u>Address</u>
Philip Hughes	889 Lisa Lane Point Eva Haines City, Florida 33844

ARTICLE IX

Incorporator. The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
Catherine Henin-Clark	200 South Orange Avenue, Suite 3000 Orlando, Florida 32801

ARTICLE X


Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-laws of this corporation.

ARTICLE XI

Amendment to Articles. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority

of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IN WITNESS WHEREOF, the undersigned does set his hand and seal and he acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 24 day of May, 1995.



Catherine Henin-Clark

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Philip Hughes
Registered Agent

Date: May 24, 1995.

f:\corp\148\hughes\articles.hip

FILED
95 JUL 11 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA