

P95000068754

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
49 EAST GAINES STREET
TALLAHASSEE, FLORIDA 32399

SEPTEMBER 1, 1995

GENTLEMEN,

PLEASE FIND ENCLOSED ARTICLES OF INCORPORATION OUR CHECK FOR \$122.50
COVERING VARIOUS FEES IS ENCLOSED PLEASE FORWARD ALL CORRESPONDENCE TO

MORNINGSTAR ACQUISITIONS, INC
452 DATE PALM COURT NE
ST PETERSBURG, FL 33703

SINCERELY,


TONY R. WOODS,
INCORPORATOR

ENCLOSURE

TRW/HAP

200001577432
-09/05/95--01076--016
****122.50 ****122.50

SEP 07 1995

FILED
SEP - 5 AM 9:18
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MORNINGSTAR ACQUISITIONS, INC

FILED

35 SEP - 5 AM '95

SECRETARY OF
TALLAHASSEE, FLORIDA

Sept 1, 1995
THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, A
NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY FORMS A CORPORATION UNDER
THE LAWS OF THE STATE OF FLORIDA

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE: MORNINGSTAR ACQUISITIONS, INC
THE PRINCIPAL PLACE OF BUSINESS SHALL BE: 452 DATE PALM COURT NE, ST
PETERSBURG, FLORIDA, 33703, ATTN: TONY R. WOODS

ARTICLE II NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE OR TRANSACT IN ANY OR ALL LAWFUL
ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE
STATE OF FLORIDA OR ANY OTHER STATE, COUNTRY, TERRITORY OR NATION

ARTICLE III CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS
AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 100,000 SHARES OF VOTING
COMMON STOCK, HAVING A PAR VALUE OF \$.001 PER SHARE

ARTICLE IV ADDRESS

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION
SHALL BE: 452 DATE PALM COURT NE, ST PETERSBURG, FL, 33703, ATTN: TONY R. WOODS

ARTICLE V TERM OF EXISTENCE AND EFFECTIVE DATE

THIS CORPORATION IS TO EXIST PERPETUALLY. THE EFFECTIVE DATE OF
INCORPORATION IS SEPTEMBER 1, 1995.

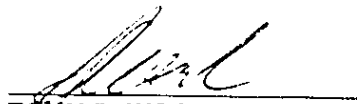
EVERY SHAREHOLDER UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS
CORPORATION OF THE SAME KIND, CLASS, OR SERIES AS THAT WHICH HE ALREADY
HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO-RATA SHARE THEREOF AT THE
PRICE AT WHICH IT IS OFFERED TO OTHERS

ARTICLE VII DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR, INITIALLY THE NAMES AND STREET ADDRESSES OF THE INITIAL MEMBERS OF THE BOARD OF DIRECTORS ARE

TONY R WOODS
452 DATE PALM COURT NE
ST PETERSBURG, FLORIDA 33703

IN WITNESS WHEREOF, THE UNDERSIGNED HAS HEREUNTO SET HIS HAND AND SEAL ON THIS 1st DAY OF SEPTEMBER, 1995


TONY R. WOODS
INCORPORATOR (SEAL)

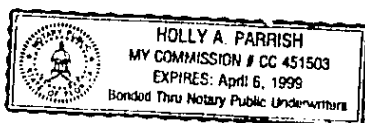
ADDRESS OF INCORPORATOR:
452 DATE PALM COURT NE
ST PETERSBURG, FL 33703


I, TONY R. WOODS, DO HEREBY ACCEPT THE POSITION AND RESPONSIBILITY OF REGISTERED AGENT FOR THE CORPORATION KNOWN AS MORNINGSTAR ACQUISITIONS, INC


TONY R. WOODS (SEAL)

STATE OF FLORIDA
COUNTY OF PINELLAS

ON THIS 1st DAY OF September, 1995, TONY R. WOODS DID PERSONALLY APPEAR BEFORE ME.




HOLLY A. PARRISH, NOTARY PUBLIC
MY COMMISSION EXPIRES ON

RECEIVED
TALLAHASSEE, FLORIDA

03 SEP -5 AM 9:18

FILED