

The Legal Center

P96000017736

February 21, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-02/26/96--01041--010
*****78.75 *****78.75

Re: STARGATE VENTURES, INC.

Greetings:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with my check to cover the following expenses:

Filing Fee	\$35.00
Certificate of Status	8.75
Registered Agent Fee	35.00
TOTAL	\$78.75

Upon filing please call this office with date of filing and corporation number. Also, please return the enclosed copy of the articles with your stamp on it showing the filing date.

Cordially yours,

THE LEGAL CENTER

Kent W. Davis
Kent W. Davis
Attorney

KWD/ps

Encl.

FEB 27 1996 BSR

FILED
96 FEB 26 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
STARGATE VENTURES, INC.
(A Corporation for Profit)

FILED
96 FEB 26 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Incorporation are signed and delivered by the undersigned for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I. NAME AND EXISTENCE

The name of this corporation is STARGATE VENTURES, INC., and this Corporation shall exist perpetually.

ARTICLE II. GENERAL PURPOSES

The general purposes for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated pursuant to Chapter 607, Florida Statutes.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV. CAPITAL STRUCTURE

The Corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in §1361(c)(2) (or its successor section) of Internal Revenue Code. In addition, no stock shall be issued to a non-resident alien.

ARTICLE V. PRINCIPAL OFFICE

The principal office, if known, or the mailing address of the corporation is: 5871 - 90th Ave. N.
Pinellas Park, FL 34666

ARTICLE VI. REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and office of this corporation is: Michael J. Farrington
5871 - 90th Ave. N.
Pinellas Park, FL 34666

ARTICLE VII. INCORPORATOR

The name(s) and address(es) of the incorporator(s) is/are:
Michael J. Farrington
5871 - 90th Ave. N.
Pinellas Park, FL 34666

ARTICLE VIII. BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. MICHAEL J. FARRINGTON and FREDERICK H. BRADSHAW shall serve as directors of the corporation until their successors are appointed or elected and qualify.

ARTICLE IX. BY LAWS

The By-Laws, agreements, resolutions, and consents of this corporation as adopted by the shareholders shall govern all matters pertaining to the corporation not otherwise set forth in these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,
this 23 day of January, 1996.


MICHAEL J. FARRINGTON Incorporator

Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this
23 day of January, 1996, by
Michael J. Farrington, who is/are personally
known to me or who has/have produced a driver's license,
as identification and who did (did not) taken an oath.



PATRICIA SHOEMAKER
COMMISSION # CC 425148
EXPIRED DEC 7, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

Patricia Shoemaker
Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for
STARGATE VENTURES, INC.

at the place designated in the foregoing articles, namely
5871 - 90th Ave. N.
Pinellas Park, FL 34666

I HEREBY AGREE to act in this capacity, and to comply with
all Florida Statutes relative to the performance of my duties.

Dated this 23 day of January, 1996.

Michael J. Farrington
REGISTERED AGENT
MICHAEL J. FARRINGTON