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1 ALSO MEMBER OF DC & WEST VIRGINIA BAR
2 ALSO MEMBER OF NEW YORK & TEXAS BAR

March 29, 1996

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

SECRET
-04/02/96--01014--1005
***122.50 ***122.50

Re: SkyLighters, Inc.

Dear Sir:

Enclosed for filing please find an original and one copy of the Articles of Incorporation for the above Corporation and our check in the amount of \$122.50. Please file said Articles of Incorporation and return a certified copy to me.

Your anticipated cooperation in this matter is appreciated.
Thank you.

Very truly yours,

KILLGORE, PEARLMAN, GARDNER,
ORNSTEIN & STAMP, P.A.

M.F. Stamp

By: Martin F. Stamp

MFS/bob

Enclosures

SKYINC\LTR-SEC.STA

FILED
96 APR - 1 PM 4:01
TALLAHASSEE, FLORIDA

D. BROWN APR - 8 1996

ARTICLES OF INCORPORATION
OF
SkyLighters, Inc.

FILED
96 APR -1 PM 4:01
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is SkyLighters, Inc., and its principal place of business and mailing address is 400 North New York Avenue, Winter Park, Florida 32789.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is 400 North New York Avenue, Winter Park, Florida 32789 and the name of the initial registered agent of this corporation at that address is Linda L. Garvie.

ARTICLE VI - INCORPORATOR

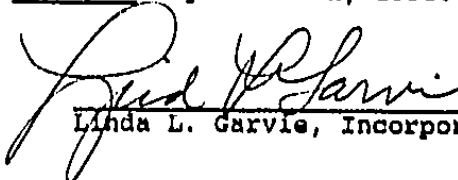
The name and address of the incorporator is:

Linda L. Garvie
400 North New York Avenue
Winter Park, Florida 32789

ARTICLE VII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29th day of March, 1996.

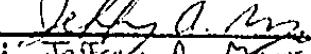

Linda L. Garvie, Incorporator

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 29th day of March, 1996, by Linda L. Garvie, who is personally known to me or who has produced Fl. Drivers License #G610-532-42-510 as identification and who did take an oath.

NOTARY PUBLIC:

Sign: 
Print: Jeffrey A. Mayer
State of Florida at Large
My Commission Expires:
Commission No. _____

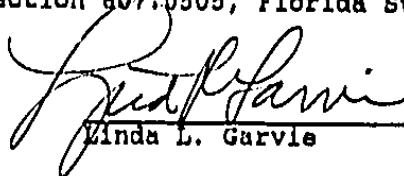


JEFFREY A. MAYER
My Commission CC296737
Expires Jun. 23, 1997
Bonded by HAI
800-422-1555

FILED
96 APR -1 PM 4:01
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the registered agent for SkyLighters, Inc., hereby accepts such appointment this 29th day of March, 1996, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.


Linda L. Garvie