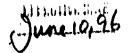
FILED LANARUS CORPORATE INDUSTRIES,
Requestor's Name 96 JUN 13 PM 12: 24 890 S.W. 07 AVENUE SUITE: 16 MIAMI, FLORIDA 33174 (305)552-5973 Chy/State/Zip Phone # Office Use Only LOCAL REPRESENTATIVE TALLAHASSEE CORPORATIO', NAME(S) & DOCUMENT NUMBER(S), (If known): 1. INNER SPACE INVESTMENT CORP. (Corporation Name) (Document #) 3. (Corporation Name) 9000001961099 -06/13/96--01026--006 ****122.50 ****122.50 (Document #) (Corporation Name) (Document #) Pick up time _______ Walk in Certified Copy □ Will wait Mail out Photocopy Certificate of Status MENEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Change of Registered Agent **Limited Liability Domestication** Dissolution/Withdrawal Other Merger REGISTRATION (OTHER FILINGS Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Examiner's Initials

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TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION

QE

INNER SPACE INVESTMENT CORP.

ARTICLE I - NAME

The name of this corporation is INNER SPACE INVESTMENT CORP.

ARTICLE II - DURATION

This corporation shall have perpetual existence unless dissolved according to law and its existence shall commence on the date of execution and acknowledgement.

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 \$500 shares of one dollar (\$1.00) par value common stock which shall be designated "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every stockholder, 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, as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The principal address and the initial registered office of this corporation is 1850 S.W. 8th STREET, BUITE 204, MIAMI, F1 33135 and the name of the initial registered agent of this corporation at that address is: PHILIP SHELNUT.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

OLE KRISTIAN LOKEN President

1850 SW 8th ST STE.204 Miami, Fl 33135

GRY MELLUM Vice President

1850 SW 8th ST STE.204 Miami, Fl 33135

ARTICLE VIII- INCORPORATOR

The name and address of the person signing these Articles is: PHILIP SHELNUT, 1850 SW 8th STREET, MIAMI, Fl 33135.

ARTICLE IX-SHAREHOLDERS' QUORUM AND VOTING

Seventy-five (75%) percent of the shareholders' entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 75% of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE X-SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation duly called as provided by law.

ARTICLE XI-AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10 th. day of 1996.

PHICIP SHELNUT

STATE OF FLORIDA

aa

COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared PHILIP SHELNUT, known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledges before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, this 10 th. day of 1996.

Notary public, State of Florida at Large

My commission expires:



REGISTERED AGENT

In Pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: INNER SPACE INVESTMENT CORP. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the County of DADE, State of Florida, has named PHILIP SHELNUT, 1850 S.W. 8th STREET, SUITE 204, MIAMI, Fl 33135, as its agent to accept service of process within this state.

Registered Agent PHILIP SHELNUT

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Registered Agent PHILIP SHELNUT