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AUGUST 23, 1996

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
CORPORATE RECORDS BUREAU  
P.O. BOX 6327  
TALLAHASSEE, FL. 32301

600001938916  
-08/30/96 -01063--020  
\*\*\*\*127.50 \*\*\*\*127.50

RE: BLUE-SKY DIST., INC.

FILING DEPARTMENT,

Enclosed are the original Articles of Incorporation and one copy of same for the above named corporation. Attached is a check in the amount of \$127.50 for the following fees.

FILING FEE

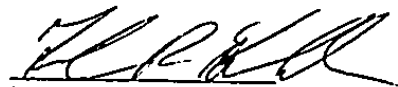
CERTIFIED COPY

REGISTERED AGENT FEE

FILED  
96 AUG 30 AM 8 48  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

Please file the original and return a certified copy to the address below.

Thank You,



FRANK R. HABADA  
2805 N. HWY. A1A #401  
INDILANTIC, FL. 32903  
(407) 773-5286

SEP 6 1996

**ARTICLES OF INCORPORATION**

of

**BLUE-SKY DIST., INC.**

FILED  
96 AUG 30 AM 8 48  
STATE  
OFFICE OF  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE ONE: NAME:** The name of the corporation shall be BLUE-SKY DIST., INC.

**ARTICLE TWO: DURATION:** The term of existence of the corporation is perpetual.

**ARTICLE THREE: PURPOSE:** The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. BLUE-SKY DIST., INC. also may own, buy, and sell parts or all of other businesses, real estate, and investments; conduct research; develop equipment; design, construct, own, sell, and lease equipment; and hold patents. BLUE-SKY DIST., INC., may do writing of all types, including printing, publishing, distributing, buying and selling; enter into textiles and their manufacture, distribution, sales, etc.; and take advantage of any and all opportunities, ventures, and spin-offs that are legally available.

**ARTICLE FOUR: CAPITAL STOCK:** The aggregate number of shares which the corporation has authority to issue is One Hundred (100) shares, all of which shall be common shares with a par value of no par.

**ARTICLE FIVE: REGISTERED OFFICE:** The street address of the initial Registered office of the Corporation is 2805 N. HWY. A1A #401, INDILANTIC, BREVARD COUNTY, FL. 32903, and the name of the Registered Agent is FRANK R. HABADA.

**ARTICLE SIX: DIRECTORS:** The Board of Directors of the corporation shall consist of no less than 1 and no more than 4 members. The names and addresses of the initial Board of Directors are:

FRANK R. HABADA,  
2805 N. HWY. A1A #401  
INDIALANTIC, FL. 32903

**ARTICLE SEVEN: INCORPORATOR(S)** The incorporator(s) of this corporation and the subscriber to these Articles of Incorporation is:

FRANK R. HABADA

**ARTICLE EIGHT: BY-LAWS AND ARTICLES OF INCORPORATION:** The shareholders shall have the exclusive authority to formulate, approve, and/or amend By-laws of the corporation and shall have the exclusive authority to formulate, approve, and/or adopt these amendments to these Articles of Incorporation.

**ARTICLE NINE: COMMENCEMENT OF EXISTENCE:** The corporation shall be deemed to commence its existence upon the filing of these Articles in the office of the Secretary of State of Florida.

**ARTICLE TEN: PRINCIPAL PLACE OF BUSINESS:** The principal place of business for BLUE-SKY DIST., INC., is 2805 N. HWY. A1A #401, INDIALANTIC, FL. 32903: The mailing address is the same.


**DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT**

BLUE-SKY DIST., INC., a Florida corporation, pursuant to Florida Statute 48.091 and its Articles of Incorporation, hereby designates FRANK R. HABADA whose address is 2805 N. HWY. A1A #401, INDILANTIC, FL. 32903 as its Registered Agent and Registered Office for the service of process as required by law.

**ACCEPTANCE**

I, FRANK R. HABADA, of Brevard County, Florida, having been named in the foregoing Designation Of Registered Agent by BLUE-SKY DIST., INC., and having been fully advised and apprised of the duties of a Resident Registered

Agent for the service of process as prescribed by Florida Statute 48.091, do hereby accept said designation, and agree to accept service of process as Resident Registered Agent, to keep the office open during prescribed hours, to post my name in a conspicuous place in the office as required by law, and to otherwise comply with the obligations of a Resident Registered Agent to maintain a Registered Office as heretofore indicated.

  
FRANK R. HABADA/Resident Registered Agent

DATED this 29 day of AUGUST, 1996.

IN WITNESS WHEREOF, I have subscribed my name this 29 day of AUGUST, 1996.

  
FRANK R. HABADA/Incorporator

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96 AUG 30 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA