

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Space Coast Recharging, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

DATE 11/21

TIME _____ CK No. _____

BY _____

WALK-IN
 Will Pick Up 12:00 AK

ARTICLES OF INCORPORATION
OF
SPACE COAST RECHARGING, INC.

FILED
96 NOV 21 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is SPACE COAST RECHARGING, INC., whose principal office and mailing address is 6425 Anderson Way, Melbourne, Florida 32940.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and street address of the initial Registered Office of this Corporation in the State of Florida shall be:

FRANKLIN A. PRICE
6425 Anderson Way
Melbourne, Florida 32940

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have three directors initially. The

number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

The names and street addresss of the initial directors of this corporation are:

FRANKLIN A. PRICE
2465 Anderson Way
Melbourne, Florida 32940

DANIELLE D. SCHULTZ
2465 Anderson Way
Melbourne, Florida 32940

GREGORY J. BURKARD
2465 Anderson Way
Melbourne, Florida 32940

The persons named as the initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the sole incorporator is:

FRANKLIN A. PRICE
2425 Anderson Way
Melbourne, Florida 32940

ARTICLE IX - AMENDMENT

The shareholders shall have the power to adopt, amend, or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting with not less than a majority vote of the common stock.

IN WITNESS WHEREOF, the undersigned, as sole incorporator, has executed the foregoing Articles of Incorporation on the

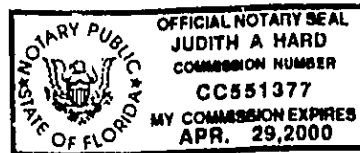
20th day of November, 1996.

FRANKLIN A. PRICE

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 20th day of November, 1996, by FRANKLIN A. PRICE who is personally known to me or who has produced personall known as identification and who did take an oath.

Judith A. Hard
Notary Public
Print Name: Judith A. Hard
My Commission Expires:



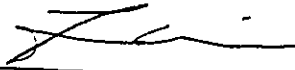
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

FILED
96 NOV 21 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said act:

FIRST: That SPACE COAST RECHARGING, INC., desiring to
organize under the laws of the State of Florida, with its
principal office, as indicated in the Articles of Incorporation,
in Melbourne, Brevard County, Florida, has named FRANKLIN A.
PRICE of 6425 Anderson Way, Melbourne, Florida 32940, as its
agent to accept service of process within the State.

ACKNOWLEDGMENT: Having been named to accept service of
process for the above stated corporation, I hereby accept to act
in this capacity and agree to comply with the provisions of said
act relative to keeping open said office.


FRANKLIN A. PRICE
Registered Agent

P96000095346

EDMOND L. ELEY, P.A.

Attorney at Law

111 SOUTH SCOTT STREET
MILWAUKEE, FLORIDA 32901
(407) 725-8710

February 14, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

600002089946--8
-02/17/97--01160--018
*****35.00 *****35.00

RE: Space Coast Recharging, Inc.

Dear Sir or Madam:

Enclosed are Articles of Amendment to the Articles of Incorporation of Space Coast Recharging, Inc., for filing along with our check in the amount of \$35.00 to cover filing fees.

Please return certified copy of the Articles of Amendment to our office. Should you have any questions, please call.

Thank you.

Sincerely,

Judith A. Hard

JUDITH A. HARD
Secretary

/jh
Enclosures

nc

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 17 AM 11:03

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SPACE COAST RECHARGING, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

A. Article I is amended so as to read:

ARTICLE I - NAME

The name of this corporation is LASER EXPRESS REMANUFACTURING, INC., whose principal office and mailing address is 6425 Anderson Way, Melbourne, Florida 32940.

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

The amendment was adopted on February 10, 1997.

Signed this 13th day of February, 1997.

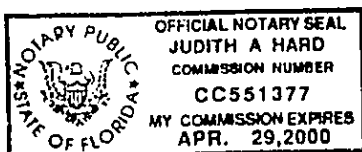
SPACE COAST RECHARGING, INC.

BY: *Franklin A. Price*
FRANKLIN A. PRICE
President

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared FRANKLIN A. PRICE who is personally known to me and who subscribed the above Articles of Amendment to the Articles of Incorporation, and who did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Melbourne, in said County and State this 13th day of February, 1997.



Judith A. Hard
Notary Public
Print Name: Judith A. Hard
My Commission Expires: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 17 AM 11:03