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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FLORIDA INCORPORATORS, INC.
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NAME: STAR CITY INC.

AUDIT NUMBER.....H98000002538

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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TALLAHASSEE FLORIDA

B. McKnight FEB 06 1998

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Articles Of Incorporation
OF
STAR CITY, INC.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is Star City, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FLORIDA INCORPORATORS, INC.
1221 BRICKELL AVE, STE. 900
MIAMI, FL 33131
(305) 350-5221

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FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is TWO (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

JOHN MARSHALL TATE
1514 S. GRADY AVENUE
TAMPA, FL 33629

JOHN P. DEMMERLE, JR.
731 S.E. WHITMORE DR.
PORT ST. LUCIE, FL 34984

SEVENTH: The name and address of the incorporator is:

JOHN MARSHALL TATE
1514 S. GRADY AVENUE
TAMPA, FL 33629

EIGHTH: The name and address of the initial registered agent and the initial registered office is:

JOHN MARSHALL TATE
1514 S. GRADY AVENUE
TAMPA, FL 33629.

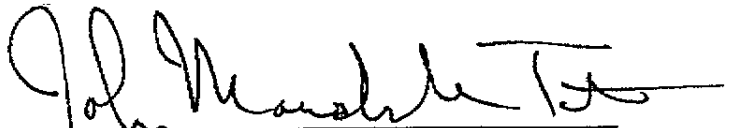
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NINTH: The mailing address and principal office of
the corporation is:

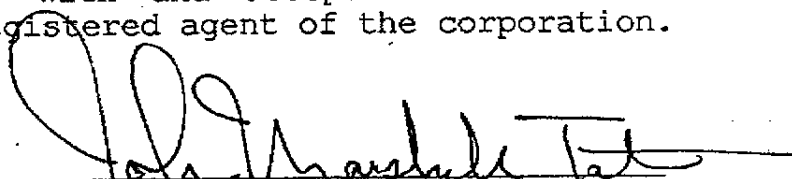
STAR CITY, INC.
1514 S. GRADY AVENUE
TAMPA, FL 33629

DATED: February 6, 1998


JOHN MARSHALL TATE
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and
responsibilities as registered agent of the corporation.


JOHN MARSHALL TATE

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