

P980000/3533
TRANSMITTAL LETTER

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

000002425970--7
-02/10/98-01008-002
****131.25 ****131.25

SUBJECT: THE PRIME DIRECTIVE, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

\$70.00 \$78.75 \$122.50 \$131.25

FROM: Micki James Regas
Name (printed or typed)

348 Easton Court
Address

Lehigh Acres, Fl 33972
City, State & Zip

(941) 369-2178
Daytime Telephone number

98 FEB 10 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

FILED

98 FEB 10 AM 10:30

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE PRIME DIRECTIVE, INC.

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS: THE PRIME DIRECTIVE, INC.

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY COMMENCING ON THE DATE OF EXECUTION OF THESE ARTICLES, IF THEY SHALL BE FILED WITH THE DEPARTMENT OF STATE WITHIN FIVE DAYS AFTER EXECUTION, AND IF NOT, COMMENCING ON THE DATE OF SUCH FILING.

ARTICLE III - PURPOSE

THIS CORPORATION IS ORGANIZED:

1. TO BUY, SELL, TRADE, OWN, MORTGAGE, PLEDGE, ASSIGN, TRANSFER OR OTHERWISE DISPOSE OF, AND TO INVEST IN, TRADE IN, DEAL IN AND WITH PRODUCTS, GOODS, WARES, MERCHANDISE, REAL AND PERSONAL PROPERTY AND SERVICES OF EVERY KIND, CLASS AND DESCRIPTION.
2. TO ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THIS STATE, AS THE SAME MAY BE FROM TIME TO TIME AMENDED.

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1000 SHARES OF (ONE DOLLAR \$1.00) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES". NO SHAREHOLDER SHALL BE ENTITLED TO PREEMPTIVE RIGHTS.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS MICKI JAMES REGAS, 348 EASTON CT., LEHIGH ACRES, FL 33972 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS MICKI JAMES REGAS.

PAGE 2.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESSES OF THE INITIAL DIRECTORS OF THIS CORPORATION ARE:

MICKI JAMES REGAS
348 EASTON CT.
LEHIGH ACRES, FL 33972

ARTICLE VII - INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES IS:

MICKI JAMES REGAS
348 EASTON CT.
LEHIGH ACRES, FL 33972

ARTICLE VIII - BY-LAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS.

ARTICLE IX - MEETINGS BY CONFERENCE TELEPHONE

MEMBERS OF THE BOARD OF DIRECTORS MAY PARTICIPATE IN MEETINGS OF THE BOARD OF DIRECTORS BY MEANS OF CONFERENCE TELEPHONE AS PROVIDED BY LAW.

ARTICLE X - ACTION BY DIRECTORS WITHOUT A MEETING

THE DIRECTORS OF THIS CORPORATION MAY TAKE ACTION BY WRITTEN CONSENT, AS PROVIDED BY LAW.

ARTICLE XI - INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XII - AMENDMENT

PAGE 3.

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 5 DAY OF FEBRUARY, 1998.

Micki James Regas

STATE OF FLORIDA, COUNTY OF LEE:SS

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED MICKI JAMES REGAS, KNOWN PERSONALLY TO ME AND KNOWN BY ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED THOSE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED BY OFFICIAL SEAL, IN THE STATE AND COUNTY AFORESAID, THIS 5th DAY OF FEBRUARY, 1998.

NOTARY PUBLIC
MY COMMISSION EXPIRES;



Linda Sue Coyne
MY COMMISSION # CC619538 EXPIRES
February 24, 2001
BONDED THRU TROY TAN INSURANCE, INC.

STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH CHAP 48.091, FS
THE PRIME DIRECTIVE, INC.

A CORPORATION ORGANIZED (OR ORGANIZING) UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE AT 348 EASTON CT., LEHIGH ACRES, FL 33972

HAS NAMED MICKI JAMES REGAS, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACCEPTANCE: I AGREE AS RESIDENT AGENT TO ACCEPT SERVICE OF PROCESS; TO KEEP OFFICE OPEN DURING PRESCRIBED HOURS; TO POST MY NAME (AND ANY OTHER OFFICERS OF SAID CORPORATION AUTHORIZED TO ACCEPT SERVICE OF PROCESS AT THE ABOVE FLORIDA DESIGNATED ADDRESS) IN SOME CONSPICUOUS PLACE IN OFFICE AS REQUIRED BY LAW.



MICKI JAMES REGAS

98 FEB 10 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED