

VICTOR REINER ASSOCIATES INC.  
1944 N.E. 163RD STREET  
NORTH MIAMI BEACH, FLORIDA 33162

Florida Department of State  
Division of Corporation  
Post Office Box 6327  
Tallahassee, Florida 32314

700002492037--6  
-04/17/98-01043-008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: SPACE TALK, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation executed on APRIL 8, 1998, for registration with your office as a State of Florida Corporation.

A duplicate executed copy is also enclosed for Certification by your office and return to the undersigned.

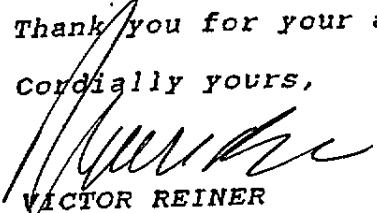
We further enclose Certificate designating the Resident Agent, dated, APRIL 8th 1998 as executed by the Corporate Officer and Resident Agent.

A check is enclosed in the amount of \$70.00 payable to the Florida Department of State for the following costs:

A)	FILING FEE	\$ 35.00
B)	CERTIFIED COPY OF ARTICLES	
C)	RESIDENT AGENT DESIGNATION	35.00
	TOTAL COST	\$ 70.00

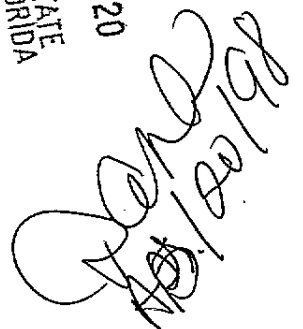
Thank you for your attention and interest, I am

Cordially yours,

  
VICTOR REINER

VR:es  
Enclosure

FILED  
98 APR 17 AM 10:20  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

  
4/17/98

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ARTICLES OF INCORPORATION 98 APR 17 AM 10:20

of  
SPACE TALK, INC.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We, the undersigned, hereby associate together for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of corporations.

ARTICLE I

The name of the Corporation shall be:

SPACE TALK, INC

Its business shall be carried out at Miami, Dade County, Florida, or at such other points or places in the State of Florida, the United States, or foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows: The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes, Section 607 et seq.

ARTICLE III

The maximum number of shares of stock this Corporation is authorized to have outstanding at any time shall be ONE HUNDRED (100) Shares at \$1.00 par value.

ARTICLE IV

This Corporation shall exist perpetually.

ARTICLE V

The principal place of business of this Corporation

shall be located at: 4982 S.W. 102 AVENUE  
COOPER CITY Florida 33328  
and may have such other places of business, both within and  
without the State of Florida and in foreign countries, as may  
be necessary and convenient.

#### ARTICLE VI

The business of this Corporation shall be conducted by  
a Board of Directors which shall consist of one Director.

#### ARTICLE VII

The name and post office address of the first Board of  
Directors of this Corporation, who shall hold office until the  
organizational meeting of this Corporation and until their  
successors are elected and have qualified, are:

SAMUEL SAMPERI--- PRESIDENT, SECY.  
- 4982 S.W. 102 AVENUE  
COOPER CITY, FLA 33328

#### ARTICLE VIII

The name and address of each incorporator of this  
Corporation is as follows:

SAMUEL SAMPERI  
4982 S.W. 102 AVENUE  
COOPER CITY, FLA 33328

#### ARTICLE IX

The offices to be held by the above named directors  
are as follows:

SAMUEL SAMPERI- President, Secretary

#### ARTICLE X

The name and address of the initial registered agent is:

SAMUEL SAMPERI -4982 S.W. 102 AVENUE  
COOPER CITY, FLA 33328

ARTICLE XI

The provisions of this Charter, and each and every Article and Section hereof, and the Bylaws of this Corporation shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of APRIL, 1998.



SAMUEL SAMPERI

STATE OF FLORIDA    )  
                                  SS  
COUNTY OF DADE    )

BEFORE ME, the undersigned authority, personally appeared SAMUEL SAMPERI to me well known to be the person described in and who executed and subscribed the foregoing Articles of Incorporation and he acknowledged, before me, that he executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal at North Miami Beach, Florida, this 8th day of APRIL, 1998.

\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission expires:

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That SPACE TALK, INC

desiring to organize under the laws of the State of Florida,  
with its principal office as indicated in the Articles of  
Incorporation at 4982 S.W. 102, AVENUE ... COOPER, CITY, FLA., 33328,

\_\_\_\_\_ has named SAMUEL SAMPERI

\_\_\_\_\_, located at \_\_\_\_\_

4982 S.W. 102 AVENUE COOPER CITY FLA 33328

as its agents to accept service of process within this State.

### 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.

BY

Resident Agent

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98 APR 17 AM 10:20  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE