

P98000045877

294 E. Roberts Aman Rd.
Perry, Florida 32347

May 18, 1998

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

000002528160--1
-05/19/98--01007--006
****122.50 ****122.50

RE: Ocean Spy, Inc.

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Incorporation, along with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely,

Melanie Vaughn
MELANIE A. VAUGHN

OCEAN SPY, INC.
270 E. Roberts Aman Rd.
Perry, Florida 32347
(850)838-1499

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 19 AM 11:30

5-21
OS

ARTICLES OF INCORPORATION

of

OCEAN SPY, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Ocean Spy, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (500) of One
Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	R. Scot Vaughn Melanie A. Vaughn
ADDRESS	294 E. Roberts Aman Road
CITY	Perry
FLORIDA	ZIP 32347

The principal office, if known, or the mailing adress of the corporation is:

NAME	Ocean Spy, Inc.
ADDRESS	294 E. Roberts Aman Road
CITY	Perry
FLORIDA	ZIP 32347

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	R. Scot Vaughn
ADDRESS	294 E. Roberts Aman Road
CITY	Perry
STATE FL	ZIP 32347
NAME	Melanie A. Vaughn
ADDRESS	294 E. Roberts Aman Road
CITY	Perry
STATE FL	ZIP 32347
NAME	
ADDRESS	
CITY	
STATE	ZIP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 19 AM 11:30

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	R. Scot Vaughn		
ADDRESS	294 E. Roberts Aman Road		
CITY	Perry	STATE	FL ZIP 32347
NAME	Melanie A. Vaughn		
ADDRESS	294 E. Roberts Aman Road		
CITY	Perry	STATE	FL ZIP 32347
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 18th day of May, 1998.

Witness:

Natalie J. Kost
Mildred H. Baseman

R. Scot Vaughn (Seal)
Melanie A. Vaughn (Seal)
~~XXXXXXXXXXXXXXXXXXXX~~ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

Ocean Spy, Inc.
(name of corporation)

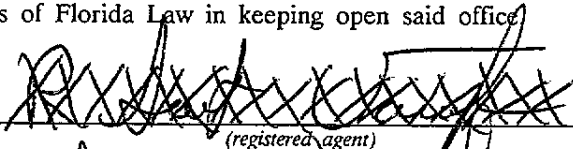
FILED STATE
SECRETARY OF CORPORATIONS
98 MAY 19 AM 11:30

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation
at 294 E. Roberts Aman Road, Perry, FL 32347

has named Melanie A. Vaughn
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office


(registered agent)
Melanie A. Vaughn