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June 1, 1998

VIA FEDERAL EXPRESS

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

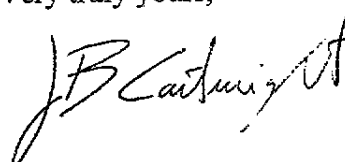
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\*\*\*\*131.25 \*\*\*\*131.25

Re: Articles of Incorporation of Blackstar, Inc.

Attached please find the Articles of Incorporation of Blackstar, Inc. accompanied by an executed Declaration of Registered Agent and a check in the amount of \$131.25 to cover Florida's Department of State \$35.00 filing fee, \$35.00 designation of registered agent fee, the \$8.75 Certificate of Status fee and the \$52.50 fee for a certified copy of the Articles of Incorporation of this entity once it has been formed. Once this entity has been formed please immediately forward to me the Certificate of Status and certified Articles of Incorporation at the above address.

Should you have any questions or concerns regarding this matter please do not hesitate to contact me at the above direct dial phone number. Thanks for both your time and consideration.

Very truly yours,



Jeffrey Blake Cartwright

Attachment

cc: John H. Pomeroy

APPROVED  
AND  
FILED  
98 JUN -2 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK JUN 4 1998

**ARTICLES OF INCORPORATION  
OF  
BLACKSTAR, INC.**

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98 JUN -2 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

ARTICLE I: NAME

The name of this corporation is: **Blackstar, Inc.** (hereafter referred to as the "Corporation").

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is 2727 North Ocean Boulevard, Apt. A-506, Boca Raton, FL 33431.

ARTICLE III: DURATION

The Corporation shall have perpetual existence commencing on the date of filing of these Articles with the Florida Secretary of State.

ARTICLE IV: PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be incorporated under the Florida Business Corporation Act, as presently enacted and as it may be amended from time to time.

ARTICLE V: CAPITAL STOCK

The amount of the total authorized capital stock of the corporation shall be one thousand (1,000) shares of common voting stock, having a par value of one dollar (\$1.00) per share.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

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

<u>NAME</u>	<u>ADDRESS</u>
John E. Oxendine	2727 North Ocean Boulevard Apt. A-506 Boca Raton, FL 33431

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director. The number of directors may be either increased or diminished from time to time as provided for by the Bylaws.

The name and address of the initial director of the Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
John E. Oxendine	2727 North Ocean Boulevard Apt. A-506 Boca Raton, FL 33431

ARTICLE VIII: INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
John H. Pomeroy	1200 New Hampshire Ave., N.W. Suite 800 Washington, D.C. 20036

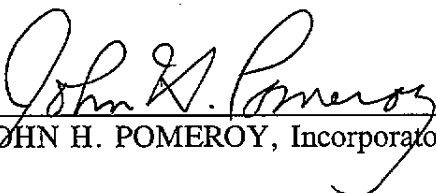
ARTICLE IX: INDEMNIFICATION

The Corporation shall indemnify any officer, director or shareholder, or any former officer, director or shareholder to the full extent permitted by law.

ARTICLE X: AMENDMENT

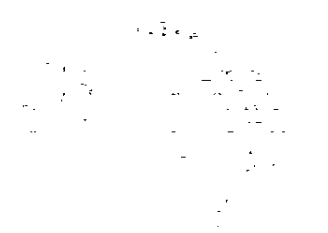
The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28<sup>th</sup> day of May, 1998.

  
\_\_\_\_\_  
JOHN H. POMEROY, Incorporator

CITY OF WASHINGTON     )  
  )  
DISTRICT OF COLUMBIA    )

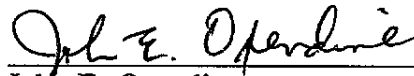
The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of May, 1998  
by JOHN H. POMEROY, who is personally known to me and did take an oath.

  
Deborah D. Lee-Urquhart  
NOTARY PUBLIC

Deborah D. Lee-Urquhart  
Notary Public District of Columbia  
My Commission Expires April 30, 2001

**DECLARATION OF REGISTERED AGENT**

I, John E. Oxendine, hereby declare that on the 29<sup>th</sup> day of May, 1998, I assume the duties and responsibilities of being the sole registered agent for Blackstar, Inc., a corporation incorporated in the State of Florida.



John E. Oxendine  
2727 North Ocean Boulevard, Apt. A-506  
Boca Raton, Florida 33431

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