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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: SPACE PROFESSIONAL ENTERPRISES, INC.

AUDIT NUMBER.....H98000011409

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

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** ENTER 'M' FOR MENU. **

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98 JUN 19 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
FOR

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SPACE PROFESSIONAL ENTERPRISES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is SPACE PROFESSIONAL ENTERPRISES, INC.

ARTICLE TWO

The duration of the corporation shall be perpetual.

ARTICLE THREE

The purpose of the corporation is to engage in any and all lawful business permitted pursuant to the laws of Florida.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100 shares. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Prepared by
All Accounting Services, Inc.
4250 E. 4th Avenue
Hialeah, FL 33013
(305) 822 - 4231

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ARTICLE FIVE

The corporation's principal office address and the registered office address are the same. The address is:

SPACE PROFESSIONAL ENTERPRISES, INC.
7081 NW 16TH STREET, B214
PLANTATION, FL 33313


CARRIE L. SCHULZ

ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is two. The name and address of each person who is to serve as a member of the initial board of directors is:

CARRIE L. SCHULZ
7081 NW 16TH STREET, B214
PLANTATION, FL 33313


CARRIE L. SCHULZ

ARTICLE SEVEN

The name and address of the incorporators are:

CARRIE L. SCHULZ
7081 NW 16TH STREET, B214
PLANTATION, FL 33313


CARRIE L. SCHULZ

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STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me on
the 17 day of JUNE, 1998, by CARRIE L. SCHULZ
My Commission Expires:


Notary Public, State of Florida

JOHNNY SCHULZ
Notary Public, State of Florida
My Commission Expires: June 19, 1999
Commission No. CC 47388Z

CONSENT OF REGISTERED AGENT

The undersigned, having been named and designated as
Resident Agent for the corporation SPACE PROFESSIONAL
ENTERPRISES, INC. at the incorporation, accepts the designation.


CARRIE L. SCHULZ

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