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32789

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Mailing Address:  
P.O. Drawer 80  
Winter Park, Florida  
32790-0080

July 9, 1998

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

Re: International Space Corporation

800002586779--8

-07/13/98--01088--003

Dear Sirs:

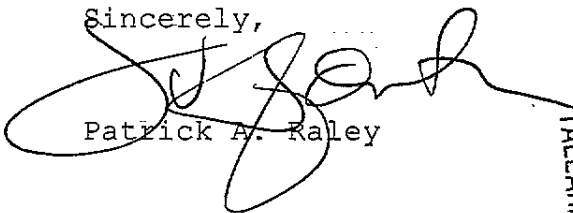
\*\*\*\*\*78.75 \*\*\*\*\*78.75

I am enclosing proposed articles of incorporation of the above corporation, with registered agent form attached, for filing.

I also enclose a check in the amount of \$78.75 for the following costs:

Filing fee	\$35.00
Registered agent	35.00
Certificate of status	8.75
	<u>\$78.75</u>

Sincerely,

  
Patrick A. Raley

PAR:ckb  
encl.  
cc: John L. Casey

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

ARTICLE I

The name of this corporation shall be:

INTERNATIONAL SPACE CORPORATION

ARTICLE II

The principal office of this corporation shall be 5850 T.G. Lee Boulevard, Orlando, Florida 32822, but this corporation may establish such other offices and branch offices within or without the State of Florida as may be necessary or as may be determined by the board of directors.

ARTICLE III

The amount of capital stock authorized by this corporation shall be 10,000,000 shares with a par value of \$0.001 per share.

ARTICLE IV

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V

This corporation shall be managed by a board of directors no less than 1 nor more than 9 who need not be stockholders of the corporation. The names and street addresses of the members of the first board of directors who shall hold office for the first

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year of existence of the corporation or until their successors are elected or appointed and have qualified are:

John L. Casey  
P.O. Box 692341  
Orlando, FL 32819

#### ARTICLE VI

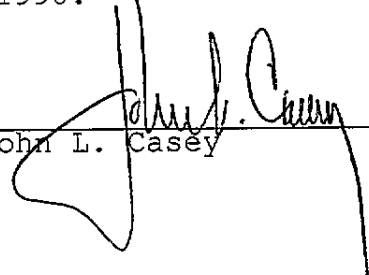
The name and street address of the incorporator is:

Patrick A. Raley, Esq.  
180 S. Knowles Avenue  
Suite 7  
Winter Park, FL 32789

#### ARTICLE VII

Patrick A. Raley, located at 180 South Knowles Avenue, Suite 7, Winter Park, Florida 32789, has been named as the corporation's agent to accept service of process within this State. Said agent has accepted the request to act in this capacity.

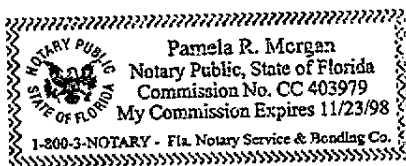
IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal on 6 July, 1998.

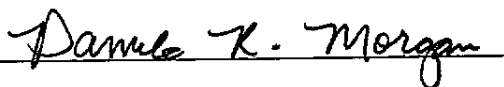
  
John L. Casey

STATE OF FLORIDA:  
COUNTY OF ORANGE:

ON THIS DAY personally appeared before me, the undersigned officer, JOHN L. CASEY, personally known to me to be the individual described in and who executed the foregoing, who did not take an oath but acknowledged executing the same for the uses and purposes therein set forth.

6th IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of July, 1998.



  
Pamela R. Morgan

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

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Pursuant to Chapter 48.091, Florida Statutes, the corporation submits:

That INTERNATIONAL SPACE CORPORATION, a corporation organized under the laws of the State of Florida, has named PATRICK A. RALEY, located at Suite 7, 180 South Knowles Avenue, Winter Park, County of Orange, State of Florida, as its agent to accept service of process within this state.

By: 

John L. Casey, Incorporated

**ACKNOWLEDGMENT BY DESIGNATED AGENT**

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 provisions of said act relative to keeping open said office.

By: 

Patrick A. Raley  
Resident Agent

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