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TRANSMITTAL LETTER

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

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-07/27/98--01062--017
***122.50 ***122.50

SUBJECT: Star Quest Enterprises, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: KATHY SWART

Name (Printed or typed)

c/o SWART, BAUMRUK & TWOHIG, LLP

717 E. OAK STREET

Address

KISSIMMEE, FL 34744

City, State & Zip

(407) 847-7466

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 27 AM 10:43

FILED

NOTE: Please provide the original and one copy of the articles.

TA - 7/29/98

ARTICLES OF INCORPORATION
STAR QUEST ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Star Quest Enterprises, Inc.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation by the Department of State.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. ADDRESS

The initial post office address of the principal place of business of this corporation is 2680 Hilliard Ct., Kissimmee, FL 34744. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have one director initially. The number of directors may be changed from time to time by the bylaws. The name and address of the initial director, who will serve until the first annual meeting of shareholders of the corporation or until her successor is duly elected and qualified is:

NAME	ADDRESS
Deborah K. Blevins	2680 Hilliard Ct. Kissimmee, FL 34744

ARTICLE VII. SUBSCRIBERS

The subscriber to these Articles of Incorporation is:

NAME	ADDRESS
Harry J. Swart, CPA	717 E. Oak Street Kissimmee, FL 34744

ARTICLE VIII. OFFICERS

The officers of this corporation shall be President, Vice President, Secretary, and Treasurer. They shall be elected by the Board of Directors.

ARTICLE IX. REGISTERED AGENT


The initial registered agent and registered agent's address for service of process for this corporation is:

NAME	ADDRESS
Harry J. Swart, CPA	717 E. Oak Street Kissimmee, FL 34744

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in the manner set forth in the bylaws of this corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24 day of July, 1998.



Harry J. Swart

STATE OF FLORIDA
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above personally appeared Harry J. Swart, known to me personally and executed the foregoing Articles of Incorporation

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 24 day of July, 1998.



PHYLLIS C WYANT
My Commission CC511495
Expires Dec. 12, 1999




Phyllis C. Wyant
Notary Public, State of Florida

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The undersigned subscriber of Star Quest Enterprises, Inc., designates the following individual as registered agent for this corporation:

Harry J. Swart, CPA
717 E. Oak Street
Kissimmee, FL 34744




Harry J. Swart

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of Star Quest Enterprises, Inc.

DATED this 24 day of July, 1998.



Harry J. Swart

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TALLAHASSEE, FLORIDA