

P980000 73704

TRANSMITTAL LETTER

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

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-08/21/98--01108--010
****122.50 ****122.50

SUBJECT: STAR CONNECTIONS, INC.

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

\$122.50 Filing Fee and Certified Copy

FROM: Roger H. Jacobs, EA
632 West Jefferson St.
Brooksville, FL 34601

(352) 796-8860

EFFECTIVE DATE
9-1-98

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

APPROVED
AND
FILED
98 AUG 21 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK AUG 24 1998

APPROVED
AND
FILED

98 AUG 21 AM 11:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

STAR CONNECTIONS INC.

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

ARTICLE I

EFFECTIVE DATE
9-1-98

STAR CONNECTIONS INC.

The name of the corporation shall be: Star Connections Inc.

ARTICLE II

DURATION

The corporation shall have perpetual existence with an effective commencement date of September 1, 1998.

ARTICLE III

PURPOSE

The general purposes for which the corporation is organized are:

1. To engage in the business of retail/wholesale sales and trucking transport.
2. To transact any other lawful business activity for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 38621 Fern Circle Zephyrhills, Florida 33540 and the name of its initial registered agent is Marion S. Overstreet. The principle office and mailing address of the corporation is the same as above.

ARTICLE V
CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000). Such shares shall be of a single class, and shall have a par value of five dollars (\$5.00) per share. The voting privileges will consist of one (1) vote per share of stock.

ARTICLE VI
DIRECTORS

The corporation shall have two directors initially. The names and addresses of the initial directors are as follows:

Marion S. Overstreet	38621 Ferm Circle Zephyrhills, FL 33540
Angela C. Overstreet	38621 Ferm Circle Zephyrhills, FL 33540

ARTICLE VII
INCORPORATORS

The names and addresses of the incorporators are:

Marion S. Overstreet	38621 Ferm Circle Zephyrhills, FL 33540
Angela C. Overstreet	38621 Ferm Circle Zephyrhills, FL 33540

EXECUTED by the undersigned at Brooksville, Florida, on
this 18TH day of August, 1998.


MARION S. OVERSTREET
Incorporator

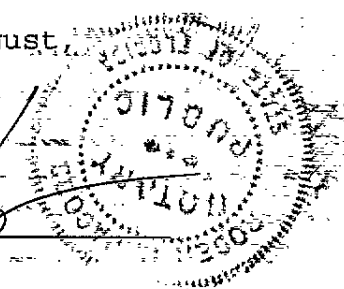

ANGELA C. OVERSTREET
Incorporator

STATE OF FLORIDA
COUNTY OF HERNANDO

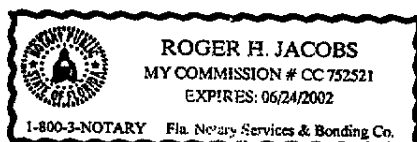
BEFORE ME, personally appeared Marion S. Overstreet and
Angela C. Overstreet to me well known and known to me to be
the persons described in and who executed the foregoing
instrument, and acknowledged to and before me that they
executed said instrument for the purpose therein expressed.

WITNESS my hand and seal, this 18TH day of August,
1998.


NOTARY PUBLIC



My Commission Expires:

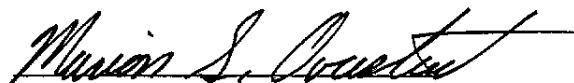


APPROVED
AND
FILED
98 AUG 21 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT


Marion S. Overstreet, desiring to organize as a corporation for profit under the Florida General Corporation Act, has designated as its initial registered office 38621 Fern Circle Zephyrhills, FL 33540 and has named Marion S. Overstreet its agent to accept service of process within this state.

Marion S. Overstreet, having been named to accept service of process for the above-named corporation at said place, hereby accept such appointments and agree to comply with the provisions of said Act relating to keeping open said office.



MARION S. OVERSTREET

The foregoing instrument was acknowledged before me this 18TH day of August, 1998.


NOTARY PUBLIC

My commission expires:

