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INFRALINER SERVICES, INC.
9420 LAZY LANE
SUITE B-4
TAMPA, FLORIDA 33614
TEL: 813-935-1888
FAX: 813-935-2877

FILED
99 MAR 16 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 8, 1999

Ms. Karen Gibson
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100002807591--8
-03/16/99--01001--012
*****78.75 *****78.75

Re: Articles of Incorporation for INFRALINER SERVICES, INC.

Dear Ms. Gibson:

Enclosed please find the original and one copy of the Articles of Incorporation for INFRALINER SERVICES, INC. together with a check to Florida Department of State in the amount of \$78.75 for the following fees in connection herewith:

Filing fees:	\$35.00
Certified copy fee:	\$ 8.75
Registered agent fee:	<u>\$35.00</u>
Total	\$78.75

Please forward the documents to the above address. Thank you for your attention to this matter.

Sincerely,

Ronald L. Aylor

Ronald L. Aylor

Enc.

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**ARTICLES OF INCORPORATION
OF
INFRALINER SERVICES, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is: INFRALINER SERVICES, INC.

ARTICLE II - TERM OF EXISTENCE

The corporation is to exist perpetually and shall commence existence on March 15, 1999.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The Common Stock of this corporation shall be ONE THOUSAND (1,000) SHARES no par value.

ARTICLE V - ADDRESS

The street address of the principal office of the corporation is:

9420 Lazy Lane
Suite B-4
Tampa, Florida 33614

The name and address of its initial Registered Agent is:

Ronald L. Aylor
4419 W. Culbreath Ave.
Tampa, Florida 33609

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ARTICLE VI - DIRECTORS

This corporation shall have a Board of Directors consisting of one member initially, and all of the corporate powers shall be exercised and the business affairs of the Corporation shall be managed under the direction of the Board of Directors. The name of the initial member of the Board of Directors is:

Ronald L. Aylor
4419 W. Culbreath Ave.
Tampa, Florida 33609

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

Ronald L. Aylor
4419 W. Culbreath Ave.
Tampa, Florida 33609

ARTICLE VIII - AMENDMENT


These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

IN WITNESS WHEREOF, these Articles have been signed on this, March 8, 1999.

Incorporator and Registered Agent



RONALD L. AYLOR