

P990000 37810

SPACEPORT TRANSMISSION PARTS, INC.
2900 W. AIRPORT BLVD.
SANFORD, FL. 32771
(407) 324-3630

600002846956--1
-04/22/99-01038-001
*****78.75 *****78.75

April 20, 1999

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

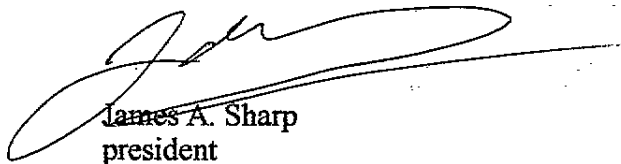
Subject: Spaceport Transmission Parts, Inc.

Dear sir/madam:

Enclosed is an original and one copy of the articles of incorporation and a check for 78.75 to cover the filing fee and certificate.

If you have any questions, please contact me at (407) 324-3630

Sincerely,


James A. Sharp
president

FILED
99 APR 22 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
4-27-99
4

ARTICLES OF INCORPORATION OF

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

ARTICLE ONE

The Corporation name is:

SPACEPORT TRANSMISSION PARTS, INC.

The Corporation's principal office and mailing address is:

**2900 AIRPORT BLVD. UNIT L137
SANFORD, FLA. 32771**

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

PURCHASE

The corporation may transact any and all lawful business for which corporation may be incorporated under the Florida General Corporations Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 7,500 all of which shall be common shares with a par value of one dollar.

ARTICLE FIVE

REGISTERED OFFICE

The street address of the initial Registered Office of the Corporation is 2900 W. Airport Blvd., # L137, Sanford, Florida, 32771. The name of the initial Registered Agent at such address is James A. Sharp.

FILED
99 APR 22 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SIX

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum of six directors. JAMES A. SHARP are hereby appointed as the directors.

ARTICLE SEVEN

EFFECTIVE DATE

The effective shall be the date of registration approval from the State office of corporations.


ARTICLE EIGHT

INCORPORATOR

The name and address of the Incorporator is

James sharp
4881 n. Pine Hills rd.
Orlando Fla. 32802
407-256- 1275

IN WITNESS WHEREOF, I have subscribed my name the 20th day of April 1999

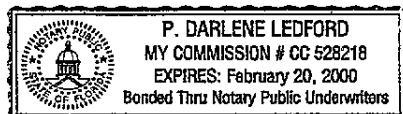

Incorporator

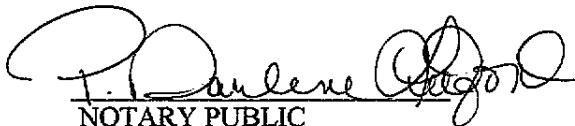
STATE OF FLORIDA

County of Seminole

On this 20 day of April, 1999, before me personally appeared JAMES A. SHARP known to be the person whose name is subscribed to the within instrument, and acknowledged that he has executed the same for the purposes therein contained

IN WITNESS WHEREOF, I hereunto set my hand and official seal.




NOTARY PUBLIC

My Commission Expires. 2 20 2000
Florida Dr License

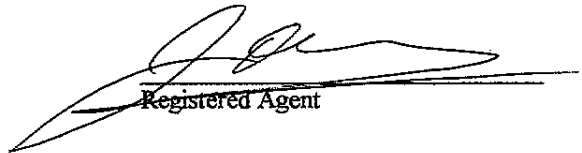
CERTIFICATE OF REGISTERED AGENT

Pursuant to 48.091 Florida Statutes, of following is submitted in compliance with said Act, the **Spaceport Transmission Parts Inc.**, desiring to organize under the laws of the State of Florida, with its principal place of business at 2900 W. airport Blvd. Sanford Florida 32771 named **JAMES A. SHARP**, Located at 2900 W. Airport Blvd Sanford Fl. 32771, as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at place designated in the Certificate, I hereby agree to act in this capacity and to comply with provisions of said statutes relative to the proper and complete performance of my duties.

DATED. This 20TH day of April, 1999


Registered Agent

FILED
99 APR 22 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA