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May 18, 1999

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Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

RE: STEP IN TIME TRANSPORT, INC.

Dear Sirs:

Enclosed are an original and one copy of the Articles of Incorporation and Acceptance of Registered Agent of the subject corporation. Please file the original and return a copy to the undersigned.

Also enclosed is our check in the amount of \$70 to cover your filing fee.

Thank you for your assistance in this matter.

Sincerely,



Rose K. Rayner
Legal Assistant to
Patrick F. Healy, Esq.

/rr
Enclosures

MEL1 #428853 v1

FILED
99 MAY 20 AM 11:31
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

CB
5-25-99
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ARTICLES OF INCORPORATION

OF

STEP IN TIME TRANSPORT, INC.

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99 MAY 20 AM 11:31
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TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of this corporation is STEP IN TIME TRANSPORT, INC.

ARTICLE II

The existence of the corporation shall begin on the filing of these articles.

ARTICLE III

The street address of the principal office of the corporation is 1830 Seagrape Street, N.E., Palm Bay, Florida 32905.

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is 1,000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial registered agent for the corporation is PATRICK F. HEALY, ESQ. whose address is 700 S. Babcock Street, P. O. Box 2523, Melbourne, Florida 32902-2523.

ARTICLE VI

The initial board of directors shall consist of one (1) minimum member, maximum five (5) members. The name and address of the person who will serve on the initial board of directors is:

<u>Name</u>	<u>Address</u>
Evella Balcar	1830 Seagrape Street, N.E., Palm Bay, Florida 32905

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name

Address

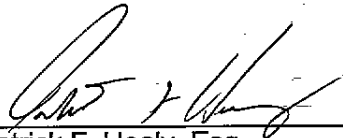
Patrick F. Healy, Esq.

700 S. Babcock Street, Suite 400, Melbourne, FL 32901

ARTICLE VIII

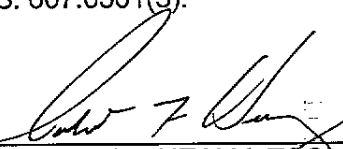
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 10th day of May, 1999.


Patrick F. Healy, Esq.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for STEP IN TIME TRANSPORT, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


PATRICK F. HEALY, ESQ.

Date: May 16, 1999

MEL1 #428601 v1

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99 MAY 20 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA