



THE UNITED STATES CORPORATION COMPANY

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 306582 81034A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizito

ORDER DATE : July 14, 1999

ORDER TIME : 11:46 AM

ORDER NO. : 306582-005

CUSTOMER NO: 81034A

CUSTOMER: Michael W. Mead, Esq
MICHAEL WM. MEAD, ESQ
MICHAEL WM. MEAD, ESQ
P. O. Drawer 1329

600002931336--2

Fort Walton Bea, FL 32549-1329

DOMESTIC FILING

NAME: SKY HIGH, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

PH 7/14/99 ✓

RECEIVED

99 JUL 14 PM 2:20

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FILED

99 JUL 14 PM 4: 05

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SKY HIGH, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I.

Name

The name of this corporation is:

SKY HIGH, INC.

ARTICLE II.

Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

ARTICLE III.

Term of Existence

The term of existence of the corporation shall be perpetual.

ARTICLE IV.

Capital Stock

The maximum number of shares that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES having a nominal or par value of \$1.00 per share.

ARTICLE V.

Address

The principal place of business of this corporation shall be 19 Bayshore Drive, Shalimar, Florida 32579, however, the business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

ARTICLE VI.

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 the majority of the stockholders entitled to vote thereon.

ARTICLE VII.

Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII.

Officers

The names and addresses of the President, Secretary, and Treasurer are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
FREDRICK SCOTT MEYER	19 Bayshore Drive Shalimar, FL 32579	President
CHARLES W. RIGDON	4395 Old Bayou Trail Destin, FL 32541	Secretary/ Treasurer

ARTICLE IX.

Subscribers

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they agree to take are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
FREDRICK SCOTT MEYER	19 Bayshore Drive Shalimar, FL 32579	500
CHARLES W. RIGDON	4395 Old Bayou Trail Destin, FL 32541	500

ARTICLE X.

Registered Agent

The Registered Agent of the corporation shall be: FREDRICK SCOTT MEYER, and the street address of the office, place of business or location for the service of process within this State shall be: 19 Bayshore Drive, Shalimar, Okaloosa County, Florida 32579.

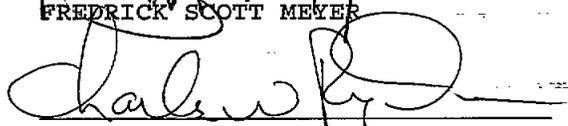
ARTICLE XI.
Incorporator

The names and addresses of the incorporators to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
FREDRICK SCOTT MEYER	19 Bayshore Drive Shalimar, FL 32579
CHARLES W. RIGDON	4395 Old Bayou Trail Destin, FL 32541

IN WITNESS WHEREOF, the undersigned have hereunto executed these presents this 13th day of July, 1999.



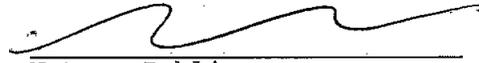
FREDRICK SCOTT MEYER


CHARLES W. RIGDON

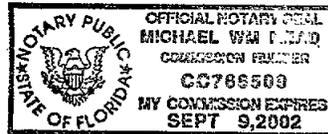
STATE OF FLORIDA
COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me by Fredrick Scott Meyer, this 13th day of July, 1999,

XX who is personally known to me, or
who has produced _____
as identification.



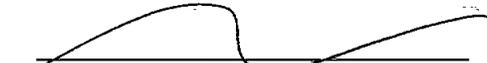
Notary Public
My Commission Expires:



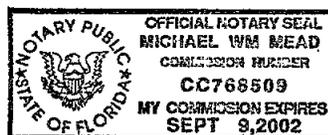
STATE OF FLORIDA
COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me by Charles W. Rigdon, this 13th day of July, 1999,

XX who is personally known to me, or
who has produced _____
as identification.



Notary Public
My Commission Expires:



MICHAEL WM MEAD
ATTORNEY AT LAW
24 WALTER MARTIN ROAD
P. O. DRAWER 1329
FORT WALTON BEACH,
FLORIDA 32549-1329

STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
99 JUL 14 PM 4: 05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

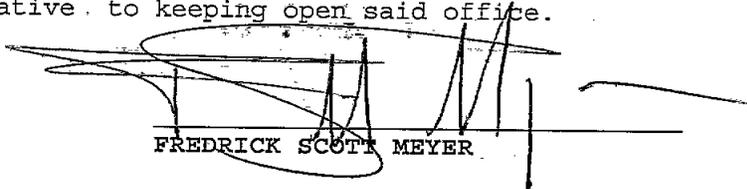
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: SKY HIGH, INC.

desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 19 Bayshore Drive, Shalimar, Florida 32579, has named FREDRICK SCOTT MEYER, located at 19 Bayshore Drive, Shalimar, Okaloosa County, Florida 32579, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


FREDRICK SCOTT MEYER

(sky high art and ra mw)