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July 14, 1999

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-07/19/99--01054--007
*****78.75 *****78.75

Re: Article of Incorporation SPACE COAST LIQUIDATING, INC.

Dear Madam/Sir:

Enclosed please find the original and one copy of the Articles of Incorporation of SPACE COAST LIQUIDATING, INC, Designation of Resident Agent, and my check in the amount of \$78.75 as and for filing fees.

Kindly, file the Articles and return the certified copy along with the Certificate of Incorporation to my office.

Should you have any questions or concerns, feel free to contact my office.

Respectfully,

Philip F. Lupo, Esquire

PFL:rd

enclosure

cc: Ardis Johnson

FILED
99 JUL 19 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN JUL 26 1999

FILED
99 JUL 19 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

SPACE COAST LIQUIDATING, INC.

ARTICLE I - NAME

The name of this corporation is SPACE COAST LIQUIDATING, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business in which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock with a par value of \$1.00.

ARTICLE V - ADDRESS OF PRINCIPLE OFFICE

The initial street address of the principle office of this corporation shall be 1227 Garden Street, P.M.B, Titusville, Florida 32796. The mailing address of the corporation shall be 1227 Garden Street, P.M.B., Titusville, Florida 32796.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1227 Garden Street, P.M.B., Titusville, Florida 32796, and the name of the initial registered agent of this

corporation at that address is ARDIS N. JOHNSON.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Board of Directors of the corporation shall consist of no less than one (1) and no more than four (4) members. The names and addresses of the initial Board of Directors of this corporation are: ARDIS N. JOHNSON, 2168 Kings Cross, Titusville, Florida 32796.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is: ARDIS N. JOHNSON, 2168 Kings Cross, Titusville, Florida 32796.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1 day of June, 1999.


ARDIS N. JOHNSON

STATE OF

Minnesota

COUNTY OF

Washington

BEFORE me a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared ARDIS N. JOHNSON, who is personally known to me and known to be the person who executed the foregoing Articles of Incorporation under oath and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

 June 1, 1999
NOTARY PUBLIC, State of Minnesota



FILED
99 JUL 19 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF RESIDENT AGENT

PURSUANT TO THE PROVISION OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

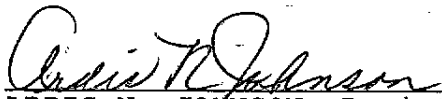
1. The name of the corporation is:

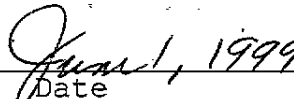
ARDIS N. JOHNSON

2. The name and address of the registered agent and office is:

ARDIS N. JOHNSON
1227 Garden Street
P.M.B.
Titusville, Florida 32796

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS RESIDENT 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 THE ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


ARDIS N. JOHNSON, Registered Agent


Date