

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO000000 40669

BSP Enterprises, Inc.

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*****70.00 *****70.00

- Art of Inc. File Photo
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement

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TALLAHASSEE, FLORIDA

- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
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DEPARTMENT OF STATE
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TALLAHASSEE, FLORIDA

Signature _____

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Name _____ Date _____ Time _____

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SMITH APR 24 2000

61-10449



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 20, 2000

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST., STE. 1
TALLAHASSEE, FL 32302

SUBJECT: BSP ENTERPRISES, INC.
Ref. Number: W00000010449

We have received your document for BSP ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 500A00021771

Corrected

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00 APR 24 AM 10:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BSP ENTERPRISES, INC.

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

ARTICLE I - NAME

The name of this Corporation is BSP Enterprises, Inc.

ARTICLE II - DURATION

This Corporation shall exist perpetually.

ARTICLE III - PURPOSE

This Corporation is initially organized for the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes. This Corporation shall have all corporate powers enumerated in said Chapter 607.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock, which stock shall have the entire voting power of the Corporation.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-

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TALLAHASSEE, FLORIDA

rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 830 J. D. Miller Road, Santa Rosa Beach, Florida 32459..

ARTICLE VII - INITIAL REGISTERED AGENT

The name and street address of the initial registered agent of this Corporation is Steven K. Hall of Hall & Runnels, P.A., 36468 Emerald Coast Parkway, Old South Centre, Suite 2201, Destin, Florida 32541.

ARTICLE VIII - INITIAL OFFICERS

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

<u>Name</u>	<u>Address</u>
Bruce Paladini - President/Treasurer	830 J.D. Miller Road, Santa Rosa Beach, Fl 32459
Susan Paladini - Vice-President/Secretary	830 J.D. Miller Road, Santa Rosa Beach, Fl 32459

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The Corporation shall have a board of directors consisting of not less than one (1) nor more than three (3) directors. The initial board of directors shall initially consist of the following persons:

Bruce Paladini

Susan Paladini

ARTICLE X - INCORPORATORS

The name and address of the person signing these Articles is:

Steven K. Hall 36468 Emerald Coast Parkway
Old South Centre, Suite 2201
Destin, Florida 32541

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - SHARES OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following persons and in the amount set opposite his or her name:

Bruce Paladini and Susan Paladini, as tenants by the entirety, 830 J.D. Miller Road Santa Rosa Beach, FL 32459	100 Shares
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ARTICLE XIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XIV - AMENDMENT

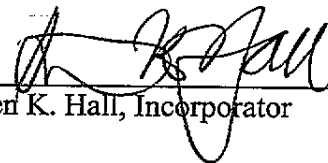
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XV - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this Corporation shall be issued initially as set forth in Article XII. The shares held by the shareholders of this Corporation may not be resold or otherwise transferred to any other person unless first offered to the remaining shareholders of the

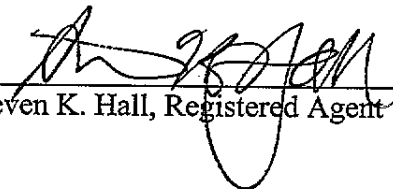
Corporation or the Corporation. The price and terms of which, and the time within which those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 12th day of April, 2000.



Steven K. Hall, Incorporator

I, Steven K. Hall, hereby am familiar with and accept the duties and responsibilities as registered agent for BSP Enterprises, Inc.

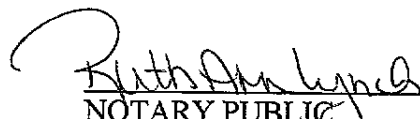


Steven K. Hall, Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared STEVEN K. HALL, personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation and said person acknowledged before me that he executed those Articles of Incorporation for the uses and purposes therein contained.

(Affix Seal)



NOTARY PUBLIC
My Commission Expires:



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TALLAHASSEE, FLORIDA