ATTORNEYS AT LAW

Jack R. St. Arnold, Esq. James R. Stearns, Esq.

Kim L. Kaszuba, Esq.

Of Counsel

October 3, 2000

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Charles M. Phillips, Jr., Esq.

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

RE: Gerald E. Betz, Inc., a Florida Profit Corporation

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for filing regarding the above-referenced matter. Also enclosed is our check in the amount of \$70.00 to cover the cost of the following services:

1. Filing fee for Corporation

\$35.00

2. Registered Agent Designation

\$35.00

\$70.00

If you have any questions, please do not hesitate to contact my office.

Sincerely 1

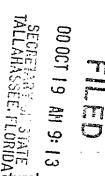
James R. Stearns

Enclosures

ARTICLES OF INCORPORATION

OF

GERALD E. BETZ, INC.



The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE LNAME

The name of the corporation shall be GERALD E. BETZ, INC.

ARTICLE II LOCATION

The location of this corporation shall be:

5022 Brookside Lane, New Port Richey, Florida 34653

ARTICLE III NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other State, Country, Territory or Nation.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5022 Brookside Lane, New Port Richey, Florida 34653, and the name of the initial registered agent of this corporation at that address is Gerald E. Betz.

ARTICLE VI TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII DIRECTORS

The corporation shall have one (1) director initially. The name and street address of the initial member of the Board of Directors is:

Gerald E. Betz 5022 Brookside Lane New Port Richey, FL 34653

ARTICLE VIII OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed is:

Gerald E. Betz, President and Secretary 5022 Brookside Lane New Port Richey, FL 34653

ARTICLE IX SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

Name Address No. of Shares

Gerald E. Betz 5022 Brookside Lane 1,000

New Port Richey, FL 34653

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

ARTICLE XI CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at that election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of shares, or by distributing those votes on the same principle among any number of candidates.

ARTICLE XII AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the under day of October, 2000.	ersigned has hereunto set his hand and seal on this
day of October, 2000.	Serald & Bet MECANIA
	GERALD E. BETZ, President Secretary
STATE OF FLORIDA COUNTY OF PINELLAS	AH 9: 13
of October, 2000, by GERALD E. BE produced	tion were acknowledged before me this day ETZ, who is personally known to me or who has as identification and who did take an oath, and he has executed the foregoing instrument for the
1	NOTARY PUBLIC:
i	SIGN JAMES R. STEATES State of Florida at Large (Seal) My Commission Expires:
ACCEPTANCE	James R. Stearns Notary Public, State of Florida Commission No. CC 664148 My Commission Exp.09/18/2001 BY REGISTERED AGENT Bonded Through Fla. Notary Service & Bonding Co.

HAVING BEEN NAMED as Registered Agent for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes to the proper and complete performance of my duties.

GERALD E. BETZ, Registered Agent