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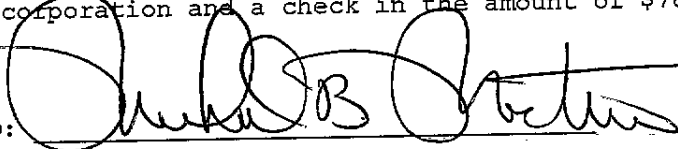
TRANSMITTAL LETTER

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

700007008757--5
-08/09/02--01021--010
*****78.75 *****78.75

SUBJECT: Bay Star Enterprises, Inc.

I enclose an original and 1 copy(ies) of the Articles of Incorporation for the
above corporation and a check in the amount of \$78.75.

SIGNED: 

From:

Michael Bruno Masters

Name

16480 Redington Drive

Address

Redington Beach, Florida 33708

City State zip

(727) 392-9337

Telephone Number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 AUG -9 AM 11:28

FILED

BM 8/13

ARTICLES OF INCORPORATION

OF

Bay Star Enterprises, Inc.

ARTICLE I NAME

The name of the corporation shall be: Bay Star Enterprises, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

16480 Redington Drive
Redington Beach, Florida 33708

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

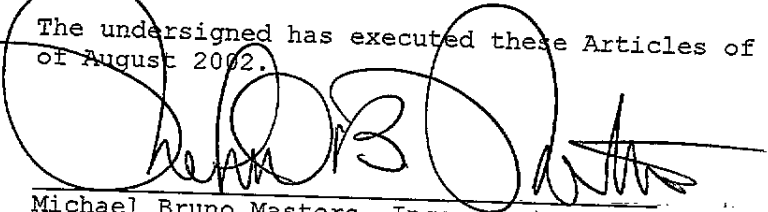
Michael Bruno Masters
16480 Redington Drive
Redington Beach, Florida 33708

ARTICLE V INCORPORATOR

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

Michael Bruno Masters
16480 Redington Drive
Redington Beach, Florida 33708

The undersigned has executed these Articles of Incorporation this 6 day of August 2002.


Michael Bruno Masters, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

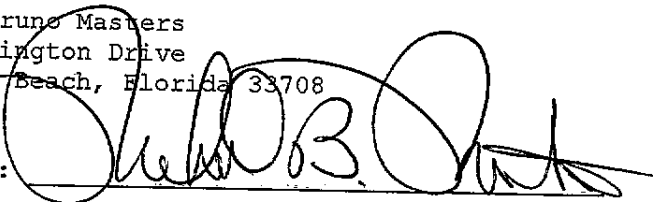
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

Bay Star Enterprises, Inc.

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

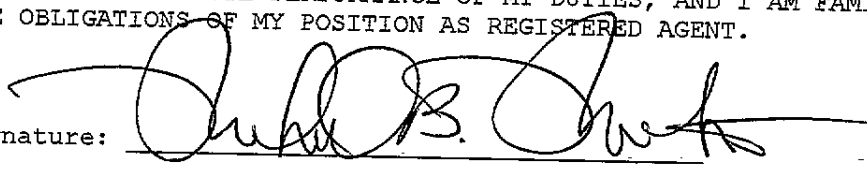
Michael Bruno Masters
16480 Redington Drive
Redington Beach, Florida 33708

Signature: 

Title: President

Date: August 6, 2002

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 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 AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: 

Date: August 6, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA