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TRANSMITTAL LETTER

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

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-11/02/98--01082--006
*****70.00 *****70.00

SUBJECT: Beauchamp Tower Information Systems, Corp.

Enclosed is an original and one(1) copy of the articles of incorporation and a check for

x \$70.00
Filing Fee

 \$78.75
Filing Fee
& Certificate

 \$122.50
Filing Fee
& Certified Copy

 \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Eric D. Stevenson, Esq.
Mark Lee Smith, P.A.
224 E. Garden St., Ste. 3
Pensacola, FL 32501
(850) 469-1677

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 3, 1998

ERIC D. STEVENSON, ESQUIRE
224 E. GARDEN STREET
SUITE 3
PENSACOLA, FL 32501

SUBJECT: BEAUCHAMP TOWER INFORMATION SYSTEMS, INC.
Ref. Number: W98000024918

We have received your document for BEAUCHAMP TOWER INFORMATION SYSTEMS, 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):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

The registered agent must sign accepting the designation.

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 798A00053649

ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be: Beauchamp Tower Information Systems, Inc.

ARTICLE II

Principal place of business and mailing address

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

Principal Place of Business: 5601 Bubba Lane, Milton, Florida 32570

Mailing Address: P.O. Box 2470, Milton, Florida 32572

ARTICLE III

Purpose(s)

The specific purpose(s) for which the corporation is organized is(are): to operate exclusively for scientific and testing for public safety purposes. No part of the net earnings of the corporation inures to the benefit of any private shareholder or individual. No substantial part of the activities of the corporation is the attempt to carry or carrying of propaganda to influence legislation, and does not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public.

ARTICLE IV

Manner of election of directors

The manner in which the directors are elected or appointed is as follows: Directors shall be either elected and appointed, pursuant to the bylaws of the corporation.

ARTICLE V

Corporate powers

The corporate powers of this corporation are as provided in sections 617.0302 and 617.0303, Florida Statutes, as may be amended, from time to time.

ARTICLE VI

Said corporation is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax code).

ARTICLE VII

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, directors, officers or other private

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person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions to furtherance of section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on the propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitting to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE VIII

Upon distribution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose.

ARTICLE IX

However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE X

Initial registered agent and street address

The name and the street address of the initial registered agent is: Jacqueline Brewer, 5601 Bubba Lane, Milton, Florida 32570.

ARTICLE XI

Incorporators

The name and the street address of the incorporator for these articles of incorporation is:

Jacqueline Brewer, 5601 Bubba Lane, Milton, Florida 32570

ARTICLE VIII

Initial Directors

Pursuant to section 617.0202 of Chapter 617 of the Florida statutes, the initial director is:

<u>Jacqueline Brewer</u>	of	<u>5601 Bubba Lane, Milton, Florida 32570</u>
<u>Ward W. Brewer, II</u>	of	<u>6223 Hwy 90, Suite 182, Milton, Florida 32570</u>
<u>Joel P. Brewer</u>	of	<u>6223 Hwy 90, Suite 182, Milton, Florida 32570</u>

The undersigned incorporator has executed these Articles of Incorporation this 16TH day of November, 1998. By my signature below I accept designation as registered agent.

Signature(s) of Incorporator(s):
Registered Agent

Jacqueline L. Brewer
Signature 11-16-98

Jacqueline brewer
Jacqueline Brewer, Incorporated

Address: P.O. Box 2470
Milton, Florida 32572

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