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MOTHER FILINGS	REGISTRATION/QUALIFICATION	CORP SEARCHES
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ARTICLES OF INCORPORATION

OF

B & R, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be: B & R, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address for the corporation is at: 291 N. Courtney Parkway, Merritt Island, Florida 32953.

ARTICLE III - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV - PURPOSES

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue and have outstanding One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the state of Florida is 1800 West Hibiscus Boulevard, Suite 138, Melbourne, Florida 32902. The name of the initial registered agent of the corporation at such address is Gregory W. Glass.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may either increase or decrease from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and mailing address of the initial director are:

Name

Address

H. Roderic Kring

291 N. Courtney Parkway Merritt Island, FL 32953

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

Name

Address

Gregory W. Glass

1800 West Hibiscus Boulevard Melbourne, FL 32902

ARTICLE IX - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act, from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15‡ day of February, 2000.

regory W. Glass

("Incorporator")

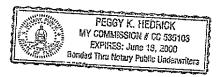
STATE OF FLORIDA)
) S.S.:
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, this <u>/ 5</u> day of February, 2000, by Gregory W. Glass who [X] is personally known to me or [] produced ______ as identification.

NOTARY PUBLIC

PEGGY K. HEDRICK

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned, Gregory w. Glass, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to the Florida Business Corporation Act.

Gregory W. Glass

("Registered Agent")

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SECRETARY OF STATE
ALLAMASSEE, FLORIDA