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A LAW OFFICE OF

Stewart Jacobson, P.A.

950 SOUTH FEDERAL HIGHWAY
HOLLYWOOD, FLORIDA 33020-6024

STEWART JACOBSON

TELEPHONE: (954) 922-3700

TELEFAX: (954) 920-7626

TOLL FREE: (877) 922-3700

January 5, 2000

Secretary of State
Division of Corporations
Department of State
Tallahassee, FL 32301

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-01/11/00--01036--005
*****70.00 *****70.00

Re: BATTLEATLANTIS, INC.
Our File No.: 4643

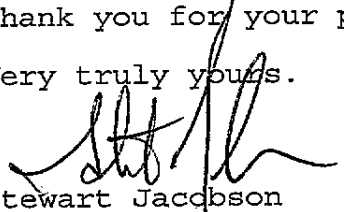
Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the above named corporation along with our check in the sum of \$70.00, and a pre-paid self-addressed, envelope.

Upon receipt of these items, please file the Articles of Incorporation and forward the copy, conformed, to this office.

Thank you for your prompt attention to this matter.

Very truly yours.


Stewart Jacobson

SJ:jm
Enclosures

FILED
00 FEB 15 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~2000 1560~~
~~105-111-100-016~~
T BROWN FEB 16 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 19, 2000

STEWART JACOBSON, P.A.
950 S. FEDERAL HIGHWAY
HOLLYWOOD, FL 33020-6024

SUBJECT: BATTLEATLANTIS, INC.
Ref. Number: W00000001520

We have received your document for BATTLEATLANTIS, 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):

Article VII states there will be two director(s), whereas one is/are listed.

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.

Teresa Brown
Corporate Specialist

Letter Number: 500A00002641

**ARTICLES OF INCORPORATION
OF
BATTLEATLANTIS, INC.**

FILED
00 FEB 15 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 I

NAME

The name of this corporation is:

BATTLEATLANTIS, INC.

ARTICLE II

NATURE OF BUSINESS

That this corporation shall engage in any activity permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

AUTHORIZED SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500 shares, One Dollar (\$1.00) per share, par value, common stock.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

INITIAL STREET ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is: 1650 Polk Street, Hollywood, Florida, 33020.

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII

DIRECTOR(S)

This corporation shall have one director(s) initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws.

ARTICLE VIII

INITIAL DIRECTOR(S)

The name(s) and post office address(es) of the member(s) of the first Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Christopher Johnson	1650 Polk Street Hollywood, FL 33020

ARTICLE IX
INCORPORATORS

The name(s) and post office address(es) of each of the incorporator(s) to these Articles of Incorporation is/are:

<u>NAME</u>	<u>SHARES</u>	<u>ADDRESS</u>
Christopher Johnson	100	1650 Polk Street Hollywood, FL 33020

ARTICLE X

AMENDMENT

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

ARTICLE XI

DATE OF COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of corporate existence of this corporation shall be upon filing with the Secretary of State.

ARTICLE XII

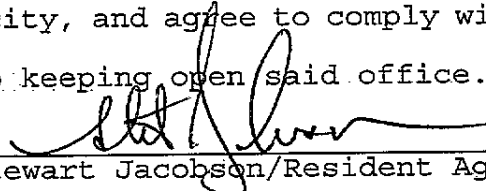
RESIDENT AGENT DESIGNATION

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:—

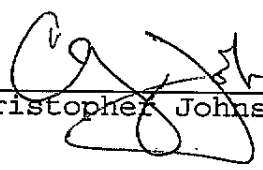
FIRST -- That **BATTLEATLANTIS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in these Articles of Incorporation in the City of Hollywood, County of Broward, State of Florida, has named Stewart Jacobson, Esq., 950 So. Federal Highway, Hollywood, Florida 33020, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Stewart Jacobson/Resident Agent

IN WITNESS WHEREOF, the party to these Articles of Incorporation has hereunto set his hand and seal this 5th day of January, 2000.


Christopher Johnson/Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgments, personally appeared Christopher Johnson to me known to be the person(s) described as Incorporator in and who executed the foregoing Articles of Incorporation who acknowledged before me that he signed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 5th day of January, 2000.


NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:



Jennifer M. Snelgrove
MY COMMISSION # CC862256 EXPIRES
August 11, 2003
BONDED THRU TROY FAIN INSURANCE, INC.