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Requester's Name
 Mr. Paul G. Marshall
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 Punta Gorda, FL 33950

City/State/Zip Phone #

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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- Walk in Pick up time Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

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Examiner's Initials

**ARTICLES OF INCORPORATION
OF
B & B TOWERS, INC.**

ARTICLE I. NAME

The name of this Corporation shall be **B & B TOWERS, INC.**

ARTICLE II. COMMENCEMENT AND DURATION

The commencement of this Corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Department of Corporations. This Corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This Corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This Corporation shall have the authority to issue ONE THOUSAND (1,000) shares of Capital Stock at ONE DOLLAR (\$1.00) par value.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this Corporation of any shares of new capital stock of the same kind, class or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any shares of this Corporation, without first offering such shares for sale to this Corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this Corporation at its registered office address, and open for acceptance by this Corporation for a period of

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FIFTEEN (15) days from the date of mailing. If this Corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this Corporation shall have the right to purchase any shares of the capital stock of this Corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the Personal Representative of the shareholder.

Each stock certificate issued by this Corporation shall carry the following legend:

These shares are held subject to certain Transfer Restrictions imposed by this Corporation's Articles of Incorporation, a copy of which is on file at this Corporation's Principal Office.

ARTICLE VII. INITIAL OFFICERS

The number of directors on this Corporation's initial Board of Directors shall be TWO (2). The number of officers may be increased or decreased from time to time, as provided in this Corporation's Bylaws, but shall never be less than ONE (1).

The name and address of each individual who shall serve as a member of the Initial Officers are:

President/ Director	ROBERT MUNDY 114 MacArthur Drive Port Charlotte, Florida 33954
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Vice President/Secretary/Treasurer Director	CLYDE W. DENNIS 13518 Alberta Avenue Port Charlotte, Florida 33981
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ARTICLE VIII. INDEMNIFICATION

This Corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this Corporation's principal office shall be:

1193 Enterprise Drive, Bldg. B, Unit 4, Murdock, Florida 33948

and the physical address of this Corporation's initial Registered Office shall be:

22212 Montrose Avenue, Port Charlotte, Florida 33952

The name of the individual who shall serve as this Corporation's initial Registered Agent at that address is **JAMES R. MATTHEW**.

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ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this Corporation's Incorporator is:

ROBERT MUNDY
114 MacArthur Drive, Port Charlotte, Florida 33954

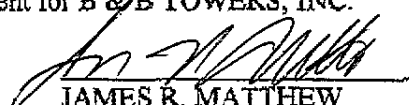
ARTICLE XI. AMENDMENT

This Corporation reserves the right to amend or repeal any provisions in these Article of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


ROBERT MUNDY
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby accept my designation as Registered Agent and agree to serve as the Registered Agent of B & B TOWERS, INC. I hereby state that I am familiar with and accept the duties and responsibilities as Registered Agent for B & B TOWERS, INC.


JAMES R. MATTHEW
Registered Agent