

TRANSMITTAL LETTER

P00000112603

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

FILED
00 DEC -4 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

600003485176--0
-12/04/00--01117--018
*****78.75 *****78.75

SUBJECT: BA Page Inc
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Bruce A Page
Name (Printed or typed)

3711 31st Ave SW
Address

Naples, FL 34117
City, State & Zip

941-290-9097
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

B.A. Page, Inc.

FILED
00 DEC -4 AM 11:05
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is:

B.A. Page, Inc.

ARTICLE II - ORGANIZATION

This corporation is organized pursuant to the laws of the State of Florida. The purpose or purposes for which the corporation is organized is to transact all lawful business for which corporations may be organized under Chapter 607 of the Florida Statutes titled Corporations.

ARTICLE III - DURATION

The term of existence of this corporation shall be perpetual existence.

ARTICLE IV - NATURE OF BUSINESS

The purpose of this corporation is for a construction business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue a maximum of one hundred (100) shares of voting common stock at any one time with the par value of not less than five (\$5.00) dollars.

ARTICLE VI - VOTING RIGHTS

Except as otherwise provided by Law, the entire voting power for purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VII - PER-EMOTIVE RIGHTS

Every shareholder, upon the sale for the cash of any new stock of the corporation shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLES VIII - INITIAL REGISTERED OFFICE AND AGENT

This name of the initial registered agent and the mailing address of the office of said initial registered agent of this corporation is:

Bruce A Page
3711 31st Ave SW
Naples, FL 34117

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors initially. The number may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Board of Directors of this corporation are:

Bruce A Page
3711 31st Ave SW
Naples, FL 34117

Douglas J Carver
3781 Catbriar Ct
Bonita Springs, FL 34134

ARTICLE X - INCORPORATOR

Bruce A Page
3711 31st Ave SW
Naples, FL 34117

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than five hundred (\$500.00) dollars.

ARTICLE XIII - MANAGEMENT/DIRECTORS' COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the management/directors of this corporation.

ARTICLE XIV - REMOVAL OF DIRECTORS

The shareholders of this corporation shall be entitled to remove any director from office during his term.

ARTICLE XV - LIMITATION OF POWERS OF COMMITTEE

In addition to other Limitations imposed by law, no committee of directors of this corporation shall have or exercise the power of the Board of Directors to authorize any mergers or dissolution.

ARTICLE XVI - DIRECTOR QUORUM AND VOTING

All the directors shall constitute a quorum for a meeting of directors.

ARTICLE XVII - MEETINGS BY TELEPHONE CONFERENCE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of telephone conference as provided by law, but the regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XVIII - INDEMNIFICATION

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

ARTICLE XIX - SUB-CHAPTER "S" AND 1244 STOCK

It is the intention of the undersigned incorporator to consent to the election under Internal Revenue Service Code Section 1372 (A) and to be treated as a "Small Business Incorporation" and the plan to issue 1244 stock in connection therewith may be set forth in the By-Laws of this corporation.

ARTICLE XX - AMENDMENT

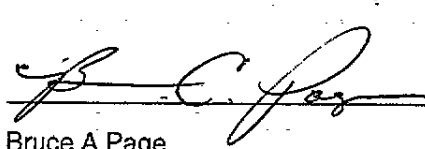
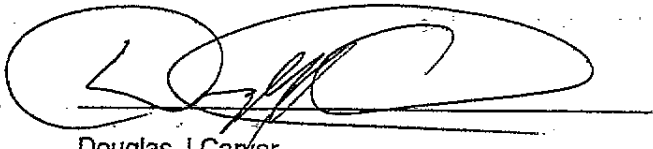
This corporation reserves the right to amend or appeal any provisions contained in these Articles in Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XXI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued to the following parties in an amount opposite their names:

Bruce A Page	55 Shares
Douglas J Carver	45 Shares

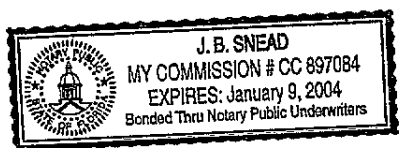
Shares held by the initial shareholders listed above may not be sold or otherwise transferred including but not limited to bequest and/or devises by will or intestate succession to other persons unless such shares are first offered to the remaining shareholders or to this corporation.

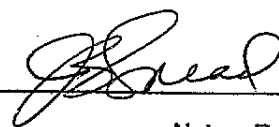
 Bruce A Page <u>12-1-00</u> Date	 Douglas J Carver <u>12-1-00</u> Date
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STATE OF FLORIDA)
COUNTY OF COLLIER) SS:

BEFORE ME, a Notary Public, authorized to take acknowledgement, in the State and County set forth above, personally appeared Bruce A Page and Douglas J Carver known to me, by me to be the person who executed the foregoing Articles of Incorporation and who acknowledged before me that he executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 1st day of December, 2000.




Notary Public, State of Florida at Large
My Commission Expires: 1-9-2004

STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
00 DEC -4 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate Designation Place of Business of Domicile for the Service
of Process Within This State Naming Officers Upon Whom Process
May be Served and Named

B.A. Page, Inc.,(a Corporation organized or organizing under Chapter 607 of the Florida Statutes) with its principal office at: 3711 31st Ave SW; Naples, FL 34117 has named Bruce A Page as its agent to accept service of process within this State.

OFFICERS

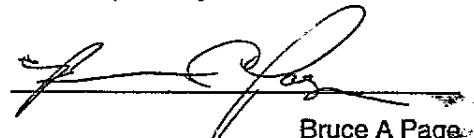
<u>Name</u>	<u>Title</u>	<u>Specific Address</u>
Bruce A Page	President	3711 31st Ave SW Naples, FL 34117
Douglas J Carver	Secretary/Treasurer	3781 Catbriar Ct Bonita Springs, FL 34134

DIRECTORS

<u>Name</u>	<u>Title</u>	<u>Specific Address</u>
Bruce A Page	President	3711 31st Ave SW Naples, FL 34117
Douglas J Carver	Secretary/Treasurer	3781 Catbriar Ct Bonita Springs, FL 34134

ACCEPTANCE

I agree as Registered Agent to accept service of process to keep my office open during prescribed hours, to post my name (and any other officers authorized of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in office as required by law.


Bruce A Page