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LAW OFFICES OF
STEPHEN W. BEIK
PROFESSIONAL ASSOCIATION
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January 12, 2001

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*****78.75 *****78.75

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Incorporation of Baggit, Inc.
Our File No.: 099768

To Whom it May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation, Certificate of Designation for Registered Agent/Registered Office and check #3012 in the amount of \$78.75 made payable to the Secretary of State representing the filing fee for this matter. Please file this with your office as soon as possible and return a certified copy to me at the above-listed address.

If you there is anything additional that you may need, please feel free to contact me at the address and/or telephone number listed above.

Thank you for your assistance in this matter.

Sincerely,

Stephen W. Beik

Stephen W. Beik

FILED
01 JAN 16 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SWB/sla

Enclosures - Articles of Incorporation & copy
Certificate of Designation for Registered Agent/Office & copy
Check #3012 in the amount of \$78.75

cc: File

1-18-01
100

**ARTICLES OF INCORPORATION
OF
BAGGIT, INC.**

FILED
01 JAN 16 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liabilities, rights, privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this Corporation is:

BAGGIT, INC.

EFFECTIVE DATE
1-19-01

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing the 19th day of January, 2001.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue five hundred shares (500) shares of common stock, each having one dollar (\$1.00) par value, which shall be designated as "common shares."

ARTICLE V - ADDRESS

The initial address of the registered office and principal address of this Corporation is 409 West Crystal Drive; Sanford, Florida 32773, and the name of the initial registered agent of this corporation at that address is Roger Everett.

ARTICLE VI - DIRECTORS

This Corporation shall have two directors initially. The number of directors may either increase or diminish from time to time, in accordance with the By-Laws but shall never be less than one. The name and address of the initial directors of this Corporation are:

Roger Everett, President & Treasurer
409 West Crystal Drive
Sanford, Florida 32773

Margaret Everett, Vice President & Secretary
409 West Crystal Drive
Sanford, Florida 32773

ARTICLE VII - SUBSCRIBERS

The names of the subscribers of these Articles of Incorporation and a statement as to the number of shares of stock which they agree to take is as follows:

Roger Everett *50 shares*

Margaret Everett *50 shares*

ARTICLE VIII - BY-LAWS

The powers to adopt, alter, amend or repeal By-Laws of this Corporation shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - DIRECTORS' COMPENSATION

The shareholders of this Corporation shall have the exclusive authority to fix the compensation of the directors of this Corporation.


ARTICLE X - AMENDMENT

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

ARTICLE XI - INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is Roger Everett; 409 West Crystal Drive; Sanford, Florida 32773.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 2th day of January, 2001.



ROGER EVERETT, INCORPORATOR

STATE OF FLORIDA

COUNTY OF Orange

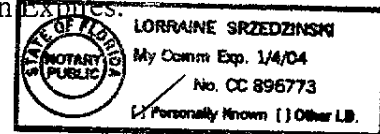
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared *Roger Everett*, (☒) personally known to me or (☐) who produced his Florida Drivers License as identification, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 12 day of January, 2001.

Lorraine Szredzinski
NOTARY PUBLIC, State of Florida at Large

Print Name: _____

My Commission Expires _____



**CERTIFICATE OF DESIGNATION
FOR
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607,0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida:

1. The name of the corporation is: BAGGIT, INC.
2. The name and address of the registered agent is: Roger Everett
409 West Crystal Drive
Sanford, Florida 32773

FILED
01 JAN 16 PM 2:43
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



ROGER EVERETT
Incorporator

Date: Jan 12, 2001

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTE RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



ROGER EVERETT

Date: Jan 12, 2001