

P0100000/2/55

January 19, 2001

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

800003562408-1

-01/22/01-01084--007

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

Re: The Reynolds Group, Inc.

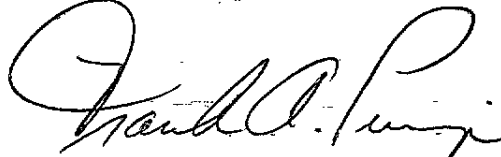
Dear Sir or Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. I am also enclosing my firm's check in the amount of \$78.75 which represents the following:

\$35.00 Filing Fee
\$35.00 Designation of Registered Agent
\$ 8.75 Certified Copy

Once the Articles have been filed, please forward a certified copy to my attention as soon as possible in the self-addressed, postage-paid envelope. Should you have any questions, please do not hesitate to call me at 813-915-0750..

Sincerely,



Frank A. Principe

Enclosures

2805 W. Busch Blvd.
Ste 100

Tampa, FL 33618



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 23, 2001

FRANK A. PRINCIPE
2805 W. BUSCH BLVD., STE 100
TAMPA, FL 33618

SUBJECT: THE REYNOLDS GROUP, INC.
Ref. Number: W01000001693

We have received your document for THE REYNOLDS GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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.

Dale White
Document Specialist

Letter Number: 901A00003650

January 30, 2001

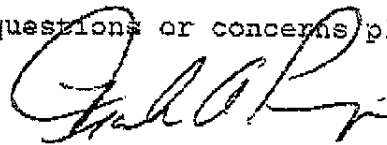
Florida Department of State
Division of Corporations
Attn: Dale White
4099 E. Gaines Street
Tallahassee, FL. 32399

Re: The Bailey Group, Inc.

Dear Dale:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. As you know the previous articles were rejected because the name was in use. Please return a copy of the articles in the self addressed stamped envelope.

If you have any questions or concerns please do not hesitate to contact me.



Frank A. Principe

Enclosures

ARTICLES OF INCORPORATION

OF

The Bailey Group, Inc.

The undersigned, desires to form a corporation in accordance with Chapter 607 of the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

1.01 The name of the Corporation shall be The Bailey Group, Inc.

ARTICLE TWO

REGISTERED OFFICE AND AGENT

2.01 The location and address of the Corporation's principal office in Florida is 383 Cobblestone Drive, Spring Hill, FL. 34606. The initial registered agent at the registered office is M. Scott Brown whose address is 383 Cobblestone Drive, Spring Hill, Florida 34606.

ARTICLE THREE

PURPOSE

3.01 The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

DURATION

4.01 The term of existence of the Corporation is perpetual.

ARTICLE FIVE

INCORPORATORS

5.01 The name and post office address of the incorporator is:

Name	Address
M. Scott Brown	383 Cobblestone Dr. Spring Hill, FL. 34606

ARTICLE SIX

DIRECTORS

6.01 The Board of Directors shall consist of at least one and not more than five members. The name and address of the first Board of Directors is:

Name(s) and Addresses

M. Scott Brown
383 Cobblestone Dr.
Spring Hill, FL. 34606

ARTICLE SEVEN

CAPITAL STOCK

7.01 The number of shares of stock that the Corporation is authorized to have outstanding is Seven Thousand Five Hundred (7,500), all of which shall be common shares with par value One Dollar (\$1.00).

ARTICLE EIGHT

STATED CAPITAL

8.01 The amount of capital with which the Corporation shall begin business is Five Hundred Dollars (\$500.00).

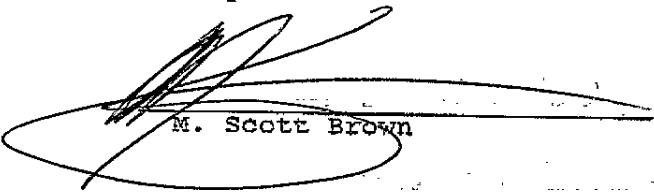
ARTICLE NINE

AMENDMENT OF ARTICLES

9.01 The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting powers of the Corporation, or any greater number that may

then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 30 day of January, 2001.



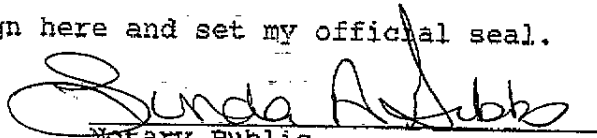
M. Scott Brown

STATE OF Florida

COUNTY OF Hillsborough

On this 30th day of January, 2001, before me personally appeared M. Scott Brown, who has presented as identification or is personally known to me, and acknowledged that he executed the document for the purposes contained within it.

IN WITNESS WHEREOF, I sign here and set my official seal.



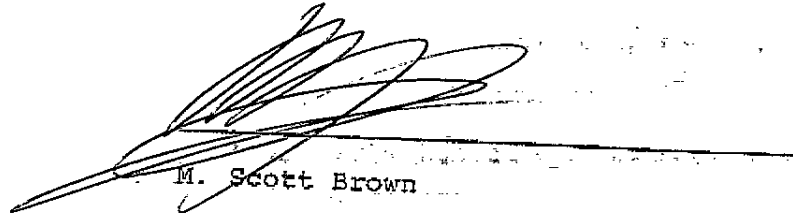
Notary Public

My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
LINDA A. GIBBS
COMMISSION # CC814024
EXPIRES 3/2/2003
BONDED THRU ASA 1-888-NOTARY1

CONSENT TO APPOINTMENT OF REGISTERED AGENT

I, M. Scott Brown, am hereby familiar with and accept the duties and responsibilities as Registered Agent of The Bailey Group, Inc.



M. Scott Brown