

PO1000000045

JACOBY & BRIMO

ATTORNEYS AT LAW

**DAVID H. JACOBY
ANTHONY N. BRIMO**

1581 Robert J. Conlan Blvd., NE
Suite 100
Palm Bay, Florida 32905
(321) 723-8388

Please respond to:

1413 SOUTH PATRICK DRIVE, SUITE 4
SATELLITE BEACH, FLORIDA 32937
TELEPHONE: (321) 773 - 1997

May 25, 2001

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

400004335694--4
-05/31/01--01043--005
*****78.75 *****78.75

RE: Corporate Filing

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Bill Adams Enterprises, Inc. Also enclosed please find check no. 1114 in the amount of \$78.75 as the required fee. Please file same and return the certified copy of to our office.

Thank you in advance for your prompt attention to this matter.

Very truly yours,



Lori A. Withrow, Paralegal
JACOBY & BRIMO

621
601-12893

FILED
2001 JUN 15 PM 6:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

15
6/15/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 6, 2001

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2001 JUN 15 PM 6:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JACOBY & BRIMO, P.A.
ATTN: LORI A. WITHROW
1413 SOUTH PATRICK DRIVE #4
SATELLITE BEACH, FL 32937

SUBJECT: BILL ADAMS ENTERPRISES, INC.
Ref. Number: W01000012893

We have received your document for BILL ADAMS ENTERPRISES, INC..
However, the document has not been filed and is being returned for the following:

You must list at least one incorporator with a complete business street address.

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) 487-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 201A00034533

ARTICLES OF INCORPORATION
OF
BILL ADAMS ENTERPRISES, INC.

FILED
2001 JUN 15 PM 6:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a corporation in accordance with the laws of the State of Florida.

ARTICLE I. - NAME

The name of this corporation is BILL ADAMS ENTERPRISES, INC.

ARTICLE II. - NATURE OF BUSINESS

The general nature of the business to be rendered by this corporation is any lawful purpose permitted by the laws of the State of Florida.

ARTICLE III- CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV. - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is One Hundred (\$100.00) Dollars.

ARTICLE V. -TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI. -INCORPORATORS AND CORPORATE ADDRESS

The incorporator's name is William Adams and the initial address of the principal office of this corporation is: 201 Harbor City Parkway, Indian Harbour Beach, Florida 32937.

ARTICLE VII. - REGISTERED AGENT

The initial registered agent of this corporation is Anthony N. Brimo of JACOBY & BRIMO, and the initial registered office is 1413 South Patrick Drive, Suite 4, Satellite Beach, Florida 32937.

ARTICLE VIII. - DIRECTORS

This corporation shall have one (1) directors initially. The number of Directors may be increased or diminished from time to time, by By-Laws adopted by Stockholders and shall never be less than one (1).

ARTICLE IX. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by at least a Sixty-Six (66%) Percent vote of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain

amendment of these Articles of Incorporation be made. All rights of shareholders are subject to reservation.

ARTICLE X. - LIMITATIONS ON CORPORATE STOCK

The Shareholders of this corporation shall have the power to include in the By-Laws adopted by Sixty-Six (66%) Percent of the Shareholders of this corporation any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of this corporation by any of its Shareholders, or the operation of this corporation, or in the event of the death of any of its Shareholders. The manner and form, as well as relevant terms, conditions and details hereof, shall be determined by the Shareholders of this corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of said stock.

ARTICLE XI. - VOTING TRUSTS

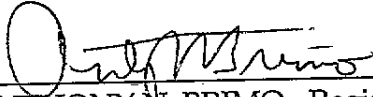
No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another the authority to exercise the voting power of any or all of his shares.

IN WITNESS WHEREOF, the subscriber hereto has executed these Articles of Incorporation, this 25 day of May, 2001.

William A. Adams
WILLIAM A. ADAMS, Incorporator

Acceptance By Registered Agent

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

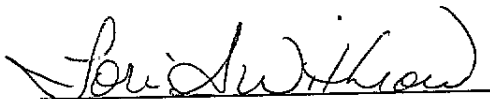


ANTHONY N. BRIMO - Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF BREVARD

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 WILLIAM A. ADAMS, to me known to be the person described as the Incorporator and Registered Agent, in and who executed the foregoing Articles of Incorporation, acknowledged before me that they subscribed to these Articles of Incorporation in their respective capacities.



NOTARY PUBLIC
My commission Expires:



Lori A. Withrow
Commission # CC 715345
Expires Feb. 9, 2002
Bonded Thru
Atlantic Bonding Co., Inc.