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July 10, 2001

Department of State
Division of Corporation
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32301

500004469965---5 -07/11/01--01073--002 *****122.50 ******78.75

Re: Butler & Butler Enterprise Inc.

Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed representing the following fees:

Filing fees \$35.00 Certified Copy \$52.00 Registered Agent Fee \$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned at I If you need additional information, please contact me at (904) 547-0990.

Kendall Footman

Sincerely,

Steven W. Miller

Steve Miller and Associates

Mail to

815 Magnolia Are

Daytona Beach, Fr

32114

EFFECTIVE DATE

OI JUL 16 PH 12: 3:
SECRETARY OF STA

REGISTER JUL 1 6 2001

10:25 Am

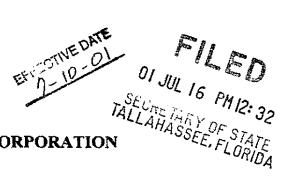
ATIN: BETH REGISTER

TO CHANGED MY BUSINESS NAME
FROM BY BENTERPRISE INC. TO
BUTLER + BUTLER ENTERPRISE INC.
BECAUSE, I JUST FOUND OUT THAT
BY B ENTERPRISE INC. WAS REJECTED.

THANK YOU FOR YOUR TIME!

KENDALL B. FOOTMAN

7/16/01



ARTICLES OF INCORPORATION OF

Butler & Butler Enterprise Inc.

A Florida Corporation

<u>ARTICLE I</u>

NAME:

The name of the corporation is Butler & Butler Enterprise Inc.

ARTICLE II

DURATION

The duration of the corporation is perpetual. The date and time of commencement of the corporation existence shall be the time these Articles of Incorporation are subscribed and acknowledged if filed with the Department of State of the state of Florida within five (5) days after such date, of, if not so filed within five (5) days, the date and time of such filing with the Department of State.

ARTICLE III

GENERAL PURPOSES

The purpose of which this corporation is initially organized so to engage in any or all lawful business for which corporation may be incorporated under Florida law.

ARTICLE IV

SHARES

The aggregate number of shares which the corporation shall have the authority to issues 100 shares of common voting stock having \$0.01 par value per share.

ARTICLE V

REGISTERED OFFICE & AGENT & PRINCIPLE

The street address of the initial registered office of the corporation and the principle location of the corporation is at 815 Magnolia Avenue, Daytona Beach, Florida. The name of the initial registered agent of the corporation acrate such address is Kendall Footman.

ARTICLE VI

DIRECTORS

The number of directors constituting the initial Board of Directors is one (1), and the name and address of the person who is to serve as the member thereof is as follows:

Kendall Footman, 815 Magnolia Avenue, Daytona Beach, Florida.

The number of directors may be changed from time to time by the by-laws.

ARTICLE VII

INCORPORATION

The name and address of the incorporation and subscriber to One Hundred shares of common voting stock of this corporation is as follows:

Kendall Footman, 815 Magnolia Avenue, Daytona Beach, Florida.

IN WITNESS WHEREOF, the undersigned incorporation does hereby execute and acknowledge these Articles or Incorporation on this __/of_ day of _July_ day, 2001.

Signed

Kendall Footman

(STATE OF FLORIDA)

(COUNTY OF Volusia

The foregoing instrument was acknowledged before me this	10th day of
7001 by Kendall Footman.	815 Magnolia Avenue,
Daytona Beach, Florida as incorporated, acting for me on behalf of Butler & Butler Enterprise Inc.	
who is personally known to me and who did not take an oath.	HIMMINIMINIMINIMINIMINIMINIMINIMINIMINIM
Notorary Public, State of Florida	#CC857429 #CC857429 #CC857429
CERTIFICATE DESIGNATING RESTORED AGENT AND STREET ADDRESS FOR SERVICE PROCESS.	
Pursuant to Section 48.091, Florida Statutes Butler & Butler Enterprise Inc. hereby designates Kendall Footman, 815 Magnolia Avenue, Daytona Beach, Florida, its registered office respectively, for service of process within the State of Florida.	
B&B Enterprise	Commission Comments
By: Kendal Footman	* #CC857429 * * **Sonded thru case * Similar

ACCEPTANCE OF DISIGNATON

The undersigned, Kendall Footman hereby accepts designation as registered agent for Butler & Butler Enterprise Inc., for the service within the State of Florida.

Signed:

Kendali Footman