

Bayway Limited Inc.

840 PINELLAS BAYWAY
TIERRA VERDE, FL 33715
(727) 867-6384
(727) 866-8798
SANFORD KATZ, PRESIDENT

August 7, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

800004538738--0
-08/16/01--01074--003
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed please find one original and one copy of the Articles of Incorporation for Bayway Limited Inc. Also enclosed please find payment as follows:

PROFIT, NON-PROFIT, AND TRADEMARKS

Filing Fees	\$ 35.00
Registered Agent Designation	\$ 35.00
* Certified Copy (optional)	\$ 8.75
TOTAL	\$ 78.75

Made payable to Florida Department of State

Please file and provide a certified copy to me at the address listed above.

Thank you for your cooperation in this matter.

Very truly yours,



Sanford Katz

SEK/leh

Enc.

FILED
01 AUG 16 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PS
8/20/02

FILED

01 AUG 16 AM 11:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Bayway Limited Inc.

ARTICLE I

The name of this corporation shall be Bayway Limited Inc.

ARTICLE II

The principal office and mailing address for this corporation is 840 Pinellas Bayway, Tierra Verde, Florida 33715.

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares.

ARTICLE IV

The corporate powers of this corporation are not limited.

ARTICLE V

The name and street address of the initial Registered Agent of this corporation is Lynn E. Hanshaw, Attorney at Law, 314 S. Missouri Avenue, Suite 109, Clearwater, Florida 33756.

ARTICLE VI

The name(s) and address(es) of the initial directors of this corporation with their percentages of ownership are:

P/T	Sanford Katz	Fifty Percent (50%)
	840 Pinellas Bayway	
	Tierra Verde, FL 33715	

VP/S	Barbara Katz	Fifty Percent (50%)
	840 Pinellas Bayway	
	Tierra Verde, FL 33715	

ARTICLE VII

The name and address of the incorporator is Sanford Katz, 840 Pinellas Bayway, Tierra Verde, FL 33715.

ARTICLE VIII

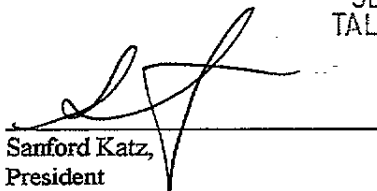
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the directors is subject to this reservation.

FILED

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this ____ day of August, 2001.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Sanford Katz,
President

STATE OF FLORIDA
COUNTY OF PINELLAS

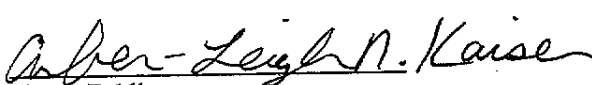
The foregoing instrument was acknowledged before me this ____ day of August, 2001 by
Sanford Katz, who is personally known to me and who did take an oath.


My Commission Expires:

(Notarial Serial #:)

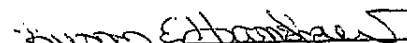


Amber-Leigh N. Kaiser
MY COMMISSION # CC964087 EXPIRES
August 28, 2004
BONDED THRU TROY FARM, WILKINSON, INC.


Notary Public


Printed Name

I AM HEREBY FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES
AS REGISTERED AGENT FOR SAID CORPORATION.


Lynn E. Hanshaw, Attorney at Law
Registered Agent