

P01000083295

Nancy S. Masters
3400 82nd Way North
St. Petersburg, FL 33710

Phone: (727) 381-4904

Fax: (727) 381-3904

August 18, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

FILED
01 AUG 22 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Park Street Acquisition Corporation

600004551506--5
-08/23/01-01005-006
*****87.50 *****87.50

Attn: Ms. M. Milligan

EFFECTIVE DATE

08/18/01

As the Incorporator and President of Park Street Acquisition Corporation, I am forwarding an original and two copies of the company's Articles of Incorporation, together with my check in the amount of \$87.50 in payment of the following charges, the amount of which was estimated from your web site this date.

1.	Fee for filing Articles of Incorporation	\$35.00
2.	Registered Agent Designation	35.00
3.	Fee for obtaining two certified copies	<u>17.50</u>
Total		\$87.50

I would appreciate having you file the Articles of Incorporation and return to me two(2) certified copies of the Articles as filed. Thank you for your help in this matter. If you have any questions, or if there is any additional charge please call our registered agent, Mr. Charles G. Masters at 727-381-4904.

Sincerely,

Nancy S. Masters

Nancy S. Masters

Check for fees also enclosed.

PS 8/23/01 ✓

**ARTICLES OF INCORPORATION
OF
Park Street Acquisition Corporation**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator and President of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

EFFECTIVE DATE
08/18/01

ARTICLE I

Corporate Name And Principal Office

The name of this corporation is Park Street Acquisition Corporation. Its principal office and mailing address is 3400 82nd Way North, St. Petersburg, FL 33710.

ARTICLE II

Commencement of Corporate Existence

The corporation came into existence on August 18, 2001.

ARTICLE III

General Nature of Business

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV

Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10 million shares of common stock, each with a par value of \$0.001(the "Common Stock"). Each share of issued and outstanding share of Common Stock shall entitle the holder thereof to one vote on each matter with respect to which shareholders have the right to vote, to fully participate in all

shareholder meetings, and to share ratably in the net assets of the corporation upon liquidation or dissolution.

ARTICLE V

Initial Registered Office and Agent

The street address of the registered office of the corporation is 3400 82nd Way North, St. Petersburg, Florida 33710, and the registered agent of the corporation is Charles G. Masters.

ARTICLE VI

Incorporator

The name and address of the corporation's incorporator was:

Nancy S. Masters, 3400 82nd Way, North, St Petersburg, Florida 33710

ARTICLE VII

By-Laws

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation

ARTICLE VIII

Indemnification

If the criteria set forth in Section 607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation may indemnify any director, officer or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by Section 607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles this 18th day of August, 2001.

Nancy S. Masters
Nancy S. Masters - President

CERTIFICATE DESIGNATING

REGISTERED AGENT

FILED

01 AUG 22 PM 8:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 48.091 and 607.0501, Florida Statutes,
Bumgarner Enterprises, Inc., organized under the laws of the State of Florida, hereby
designates Charles G. Masters, an individual resident of the State of Florida, as its
Registered Agent for the purpose of accepting service of process within such State and
designates 3400 82nd Way North, St. Petersburg, Florida 33710, the office of the
Registered Agent, as its Registered Office.

Park Street Acquisition Corporation

By Nancy S. Masters
Nancy S. Masters, President

ACKNOWLEDGEMENT

I hereby accept my appointment as Registered agent of the above named corporation,
acknowledge that I am familiar with and accept the obligations imposed by Florida
law upon that position, and agree to act as such in accordance with the provisions of
Sections 48.091 and 607.0505, Florida Statutes.

C. G. Masters
Charles G. Masters