

PO/0000098524

EXPIRATION DATE
10-1-01

Mark Thompson
114 Lake Avenue
Suite 3
Auburndale, FL 33823

October 4, 2001

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Subject: B & S Pack `N Ship, Incorporated

Attached please find an original and one (1) copy of the Articles of Incorporation of B & S Pack `N Ship, Incorporated, Certificate of Designation Registered Agent/ Registered Office and a check for the amount of \$78.75.

From: Mr. Mark S. Thompson
114 Lake Avenue
Suite 3
Auburndale, FL 33823
(863) 551-9712
FAX: (863) 551-3551

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. Mitchell

OCT 10 2001

EX-101
10-1-01

ARTICLES OF INCORPORATION

OF

B & S PACK 'N SHIP, INCORPORATED

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TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is B & S Pack 'N Ship Incorporated.

ARTICLE TWO

The Corporation shall be effective 10/01/2001. The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The classes, number and par value of shares which the corporation shall have authority to issue without further report to the Secretary of State are:

Class of shares:	Number of shares:	Par value of shares:
Common	50,000	\$ 1.00
Preferred Series A: 8% Cumulative Nonparticipating	10,000	\$100.00
Preferred Series B: 6% Cumulative Participating Convertible	20,000	\$ 50.00

ARTICLE FIVE

The principal place of business and mailing address of this corporation shall be 1616 6th Street South East, Winter Haven, Florida 33880.

ARTICLE SIX

The street address of its initial registered office is 1616 6th Street South East, Winter Haven, Florida 33880, and the name of its initial registered agent at such address is Sharon Hogan.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until the director's successor is elected and qualified is:

Name:	Mailing address:
Bonnie Shick	1616 6 th Street South East, Winter Haven, Florida 33880.
Sharon Hogan	1616 6 th Street South East, Winter Haven, Florida 33880.

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

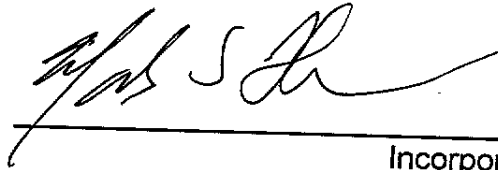
The name and address of the incorporator is:

Name:	Mailing address:
Mark Thompson	114 East Lake Avenue, Auburndale FL 33823-3465

ARTICLE TEN

The powers of the incorporator ceases upon the filing of the Articles of Incorporation.

The undersigned has executed these Articles of Incorporation this 4th day of October, 2001.

A handwritten signature in black ink, appearing to be "M. S. H.", is written over a horizontal line.

Incorporator

**CERTIFICATE DESIGNATING AN OFFICE, PLACE OF BUSINESS,
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN PURSUANCE TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED HEREBY CERTIFIES:

That **B & S PACK `N SHIP, INCORPORATED**, a corporation duly organized under the laws of the State of Florida, with its principal place of business at the City of Winter Haven, County of Polk, State of Florida, has designated and established **SHARON HOGAN**, 1616 6TH Street South East, City of Winter Haven, County of Polk, Florida 33880, as the office, place of business or domicile for the service process within this State, and names as its agent thereat upon whom process may be served, **SHARON HOGAN**.

The undersigned having been designated as agent for the service of process within the State of Florida upon the above named corporation, at the place designated in the foregoing certificate, does hereby accept the appointment as such Agent for said corporation this 5th Day of October, 2001.

Sharon Hogan

SHARON HOGAN

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