

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P01000106515

Bill Edwards Properties, Inc.

FILED

01 NOV -5 PM 12:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Signature _____

Requested by: SK

Name _____

Date 11/5/01

Time 10:27

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

DIVISION OF CORPORATIONS

01 NOV -5 AM 10:49

RECEIVED

J. BRYAN NOV - 5 2001

**ARTICLES OF INCORPORATION
OF
BILL EDWARDS PROPERTIES, INC.**

FILED
01 NOV -5 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities of Corporations for profit.

ARTICLE I - NAME

The name of the Corporation shall be: BILL EDWARDS PROPERTIES, INC. The Corporation may conduct business using other names as expressly provided for in the by-laws of the Corporation.

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on the date of the filing of these Articles.

ARTICLES III - PURPOSE

The Corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7,000 shares of \$1.00 par value common stock, which should be designated "Common Shares."

ARTICLE V - CAPITAL

The amount of capital with which the Corporation will begin business shall be \$100.00.

ARTICLES VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

305 St. Augustine Avenue
Tampa, Florida 33617

The name of the initial registered agent of this Corporation at that address is:

William Edwards

ARTICLE VII

This Corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it shall never be less than one.

ARTICLES VIII

The name and street address of the members of the first Board of Directors are as follows:

William "Bill" Edwards, 305 St. Augustine Avenue, Tampa, Florida 33617.

ARTICLES IX - INCORPORATORS

The name and address of the initial subscriber signing these Articles are as follows:

William Edwards, 305 St. Augustine Avenue, Tampa, Florida 33617

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal the by laws shall be vested in the Board of Directors and the Shareholders.

ARTICLES XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following persons in the amounts set opposite their names:

William Edwards 100 shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

ARTICLE XII - ADOPTION OF BY-LAWS

A special meeting of the subscribers or their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the Corporation and the adoption of the by-laws and the transaction of such other business as may come before the meeting.

ARTICLE XIII - AMENDMENT

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 shareholder is subject to this reservation.

ARTICLE XIV - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of Section 1244 of the Internal Revenue Code.

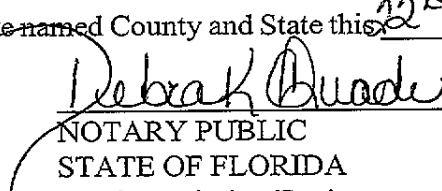
IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal to these Articles of Incorporation, on this 22 day of October, 2001.


WILLIAM EDWARDS

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared WILLIAM EDWARDS, who was duly sworn, deposes and says that he is the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same for the purpose therein expressed.

October, 2001. WITNESS my hand and official seal in the above named County and State this 22nd day of


NOTARY PUBLIC
STATE OF FLORIDA
My Commission Expires:

THIS INSTRUMENT PREPARED BY:
RECHEL & ASSOCIATES, P.A.
2913 Busch Lake Blvd.
Tampa, Florida 33614
(813) 931-8111



Debra K. Quade
MY COMMISSION # CC881901 EXPIRES
November 1, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICES OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted.

BILL EDWARDS PROPERTIES, INC.

desiring to organize under the laws of the State of Florida with it's principal office as indicated in the Articles of Incorporation at 305 St. Augustine Avenue, Tampa, Florida 33617, has named:

William Edwards

at that address, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



WILLIAM EDWARDS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA