

P01000120514

BARTHOLE & ROSARIO

Professional Accountants

12855 SW 136 Ave, Suite 106  
Miami, FL 33186  
(305)378-6608  
Fax: (305)378-6575  
E-mail: Paulabarthole@aol.com

December 17, 2001

Division of Corporations  
Florida Dept. Of State  
409 E. Gaines St.  
Tallahassee, FL 32399

To Whom It May Concern:

Please file the enclosed Articles of Incorporation of **Bottomline Investments, Inc.**, as soon as possible, and return a copy of the filed Articles, stamped by the State of Florida to me:

Paul A. Barthole

12855 SW 136 Ave., Ste. 106

Miami, FL 33186.

100004732621--9  
-12/19/01--01040--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed is a check for the \$70.00 filing fee.

Should you have any questions, please do not hesitate to call me at the number on the letterhead.

Thank you and best regards,



Paul A. Barthole  
Managing Partner

PAB/pab  
Enclosures(3)

12-21-01  
WC

**ARTICLES OF INCORPORATION  
OF  
BOTTOMLINE INVESTMENTS, INC.**

FILED  
01 DEC 19 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby forms a Corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the corporation shall be:

**Bottomline Investments, Inc.**

**ARTICLE II  
TERM OF EXISTENCE**

This corporation is to exist perpetually, unless dissolved according law.

**ARTICLE III  
PRINCIPAL OFFICE**

The principal office of this corporation shall be:

**20210 SW 92 Avenue  
Miami, FL 33189**

**ARTICLE IV**  
**NATURE OF BUSINESS**

The corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

**ARTICLE V**  
**CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at this time is **100** shares of common stock having \$1.00 par value per share. This amount may be changed from time to time as prescribed by the bylaws.

**ARTICLE VI**  
**STOCKHOLDERS**

The initial stockholders of the corporation, the number of shares each owns, and the percentage of their ownership shall be:

<u>Name</u>	<u># of Shares</u>	<u>% Ownership</u>
<b>Leighton Gary Cassells</b>	<b>100</b>	<b>100%</b>

**ARTICLE VII**  
**REGISTERED AGENT**

The name of the initial registered agent of the corporation shall be **Leighton Gary Cassells** and the street address of the initial registered office of the corporation shall be:

**20210 SW 92 Avenue  
Miami, FL 33189**

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
**Registered Agent**

**ARTICLE VIII**  
**EFFECTIVE DATE**

The Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE IX**  
**INITIAL OFFICERS**

<b>Leighton Gary Cassells</b>	<b>20210 SW 92 Avenue</b>	<b>President</b>
	<b>Miami, FL 33189</b>	

**ARTICLE X**  
**AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**ARTICLE IX**  
**INCORPORATOR**

The name and street address of the incorporator of these Articles of Incorporation is:

<b>Leighton Gary Cassells</b>	<b>20210 SW 92 Avenue</b>	<b>Miami, FL 33189</b>
-------------------------------	---------------------------	------------------------

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this **12<sup>th</sup>** day **December, 2001**.

  
\_\_\_\_\_  
**Leighton Gary Cassells, Incorporator**

**STATE OF FLORIDA  
COUNTY OF MIAMI-DADE**

**BEFORE ME**, a notary public, authorized to take acknowledgments in the state and county set forth above personally appeared **Leighton Gary Cassells**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid this 12<sup>th</sup> day **December, 2001**.



Paul A. Barthole  
Commission # CG 908386  
Expires Feb. 7, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.

Notary Public