

P0200000 3294

HARMON & SLOAN, P.A.

ATTORNEYS AND COUNSELORS AT LAW  
427 MCKENZIE AVENUE  
POST OFFICE BOX 2327  
PANAMA CITY, FLORIDA 32402-2327

DANIEL HARMON III  
TIMOTHY J. SLOAN\*  
\*ALSO MEMBER OF  
DISTRICT OF COLUMBIA  
AND MISSOURI BARS

TELEPHONE (850) 769-2501  
FACSIMILE (850) 769-0824

December 28, 2001

600004744486--8  
-12/31/01--01039--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Basic Management, Inc.

COS  
600004744486--8  
-01/09/02--01006--030  
\*\*\*\*\*50.00 \*\*\*\*\*50.00

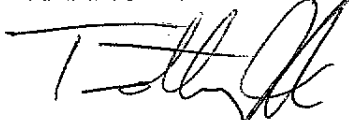
Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with the Acceptance of Registered Agent and a check in the amount of \$78.75 to cover the cost of filing. The corporation shall start its existence as of January 1, 2002.

At your earliest convenience, please file these Articles and return a certified copy to us. Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Sincerely,

HARMON & SLOAN, P.A.

  
Timothy J. Sloan

TJS/lw

Enclosures

cc: Mr. Harry A. Kornrumpf

F94-367

FILED  
STATE  
SECRETARY OF  
TALLAHASSEE, FLORIDA  
02 JAN -9 PM 12:27

BR 1-9-02

W02-176

**HARMON & SLOAN, P.A.**

ATTORNEYS AND COUNSELORS AT LAW  
427 MCKENZIE AVENUE  
POST OFFICE BOX 2327  
PANAMA CITY, FLORIDA 32402-2327

DANIEL HARMON III  
TIMOTHY J. SLOAN\*

\*ALSO MEMBER OF  
DISTRICT OF COLUMBIA  
AND MISSOURI BARS

TELEPHONE (850) 769-2501  
FACSIMILE (850) 769-0824

January 8, 2002

**VIA FEDERAL EXPRESS**

Florida Secretary of State  
Division of Corporations  
Attn: Beth Register  
409 East Gaines Street  
Tallahassee, FL 32399

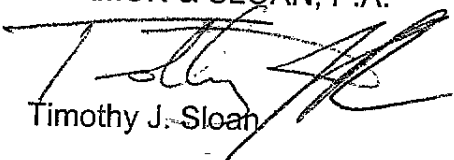
Re: Basic Management, Inc.

Dear Ms. Register:

Following our telephone conversation on last Friday, I spoke with a representative of Basic Management, Inc. As you recall, you are holding a set of Articles of Incorporation to incorporate a new corporation in Florida, but they could not be filed because there is already a corporation registered as a foreign corporation authorized to do business in Florida with the same name (having the same sole shareholder, director and officer). My client has chosen to pursue domestication in Florida of the Kansas corporation as opposed to withdrawal of the Kansas corporation and a new incorporation in Florida. Accordingly, please find enclosed for filing a Certificate of Domestication and the Articles of Incorporation for Basic Management, Inc. in accordance with Florida Statutes 607.1801. You should be holding the \$78.75 check previously transmitted to your office and we are enclosing an additional \$50 for the Certificate of Domestication. If there are any problems with filing these documents and returning the original Articles of Incorporation which you are holding to me, please let me know. Please provide me with a Certificate of Good Standing of the domesticated Florida corporation at your earliest opportunity.

Very truly yours,

HARMON & SLOAN, P.A.

  
Timothy J. Sloan

TJS/lw

Enclosures

cc: Harry A. Kornrumpf

## CERTIFICATE OF DOMESTICATION

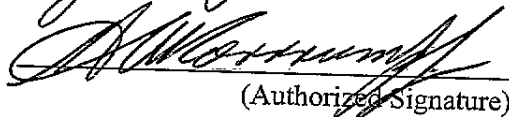
The undersigned, Harry Kornrumpf, President,  
(Name) (Title)

of Basic Management, Inc.  
(Corporation Name) a foreign Corporation,  
in accordance with F.S., 607.1801 does hereby certify:

1. The date on which corporation was first formed was January 3, 1994.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was the state of Kansas.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Basic Management, Inc..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Basic Management, Inc..
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was Kansas.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of Basic Management, Inc.

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 2 day of January, 2002.

  
(Authorized Signature)

### Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 JAN -9 PM 12:27

**ARTICLES OF INCORPORATION  
OF  
BASIC MANAGEMENT, INC.,  
a Florida corporation**

---

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 JAN -9 PM 12: 27

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607 of the Florida Statutes and sole director, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I - NAME**

The name of this corporation is BASIC MANAGEMENT, INC.

**ARTICLE II - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE III - TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares of capital stock which this Corporation is authorized to issue is One Hundred Thousand (100,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shall be designated "Common Shares."

**ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT**

The street address of the initial principal office of the corporation in the State of Florida is 8730 Thomas Drive, Suite 1101, Panama City Beach, Florida 32408. The registered agent for this corporation is Timothy J. Sloan, Esq., whose address is 427 McKenzie Avenue, Panama City, Florida 32401.

## ARTICLE VI - BOARD OF DIRECTORS

The number of directors of the initial Board of Directors of this corporation is one (1). The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is as follows:

HARRY A. KORNRUMPF  
8730 Thomas Drive, Suite 1101  
Panama City Beach, FL 32408

## ARTICLE VII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE VIII- INCORPORATOR/DIRECTOR

The name of the person signing these Articles is Harry A. Kornrumpf, whose address is 8730 Thomas Drive, Suite 1101, Panama City Beach, Florida 32408.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8<sup>th</sup> day of January, 2002.

  
HARRY A. KORNRUMPF  
Incorporator/Director

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was sworn to, subscribed, and acknowledged before me this 8<sup>th</sup> day of January, 2002, by HARRY A. KORNRUMPF, who is personally known to me or who has produced \_\_\_\_\_ as identification.

  
Notary Public - Signature

(SEAL)



Mary E Weaver

My Commission CC967914

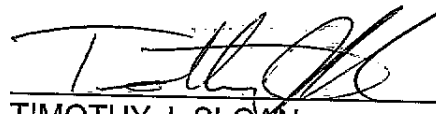
Expires September 19, 2004

Commission Number & Expiration Date

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT  
OF  
BASIC MANAGEMENT, INC.,  
a Florida corporation

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 607 of the Florida Statutes relative to keeping open said office.

Dated as of the 8th day of January, 2002.

  
TIMOTHY J. SLOAN  
Registered Agent

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 JAN -9 PM 12:27