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P02000016420

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB -8 PM 12:11

February 6, 2002

Corporate Records Bureau
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

400004895934--6

-02/08/02--01025--014

*****78.75 *****78.75

Re: Braintree, Inc.

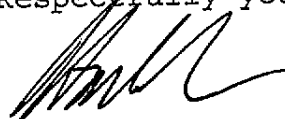
Dear Sir/Madam:

Enclosed herewith are the original and one copy of proposed Articles of Incorporation in reference to the captioned corporation. Also enclosed is a check in the amount of \$78.75 to cover the following:

Filing Fee	\$ 35.00
Certified Copy of Articles	8.75
Resident Agent Fee	<u>35.00</u>
	\$ 78.75

If the Articles of Incorporation meet with your approval, please send me a certified copy of the Articles.

Respectfully yours,



David M. Andrews

DMA:dds
Enclosures

lc
2/13

ARTICLES OF INCORPORATION

OF

BRAINTREE, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB -8 PM 12:11

THE UNDERSIGNED, PAUL McLEAN, hereby executes this document for the purposes of becoming incorporated under the laws of the State of Florida, and forming a corporation under the following proposed Certificate of Incorporation:

ARTICLE I

The name of this Corporation is BRAINTREE, INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 5,000 shares of common stock of the same class and at ten cents (10¢) par value.

ARTICLE IV

Every shareholder, upon the sale for cash of any stock of this Corporation of the same class as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

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

ARTICLE VI

The Corporation is to have perpetual existence.

ARTICLE VII

The registered address and the principal office address of the Corporation in this State are: 8052 Shady Grove Road, Jacksonville, Florida 32256, and the name of the initial registered agent of this Corporation at the registered address is: Paul McLean

ARTICLE VIII

The number of Directors of this Corporation shall not be less than ONE or more than THREE.

ARTICLE IX

The name and post office address of the members of the first Board of Directors of the Corporation are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Paul McLean	President	8052 Shady Grove Road Jacksonville, FL 32256

ARTICLE X

The name and post office address of the subscribers to the Articles of Incorporation are:

<u>NAME OF SUBSCRIBER</u>	<u>ADDRESS</u>
Paul McLean	8052 Shady Grove Road Jacksonville, FL 32256

ARTICLE XI

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

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this 21 day of JANUARY, 2002.



PAUL McLEAN

STATE OF FLORIDA

COUNTY OF ST. JOHNS

THE FOREGOING INSTRUMENT was acknowledged before me this 21 day of JANUARY, 2002, by PAUL McLEAN, who is personally known to me ~~or who produced~~ _____ as identification, and who ~~did~~ take an oath.



Notary Public

S. KEITH LUFT
Barrister and Solicitor

(SEAL)

Printed Name of Notary: _____
Commission Expires: _____

Province of
Alberta

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST -- THAT BRAINTREE, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS IN THE CITY OF ST. AUGUSTINE, COUNTY OF ST. JOHN'S, STATE OF
FLORIDA, HAS NAMED PAUL McLEAN, LOCATED AT 8052 SHADY GROVE ROAD, OF
THE CITY OF JACKSONVILLE, COUNTY OF DUVAL, STATE OF FLORIDA, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: PAUL McLEAN
(Corporate Officer)
Title: President
Date: January 21 / 2002.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB - 8 PM 12: 1

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 I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

Signature: Resident Agent - PAUL McLEAN
Date: January 21 / 2002.