

P02000038908

TRANSMITTAL LETTER

Department of State
Division of Corporations
P O BOX 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR -4 PM 1:11

SUBJECT: BILLY DARBY, INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the New Articles of Incorporation. Also enclosed is a check in the amount \$122.50 for the transfer fee, filing fee, certified copy and certificate of status.

Please return to: BILLY DARBY, INC
C/O BILLY DARBY - Registered Agent & Incorporator
23846 OAK LANE
SORRENTO, FL 32776

400005192194--4
-04/04/02--01049--001
***122.50 ***18.75

400005192194--4
-04/04/02--01049--001
122.50 **87.50

NOTE: The original and one copy of the articles are enclosed.

Ug

4-10
JW
③

Affidavit to Release Corporation name for New Articles of Incorporation

STATE OF FLORIDA

COUNTY OF LAKE

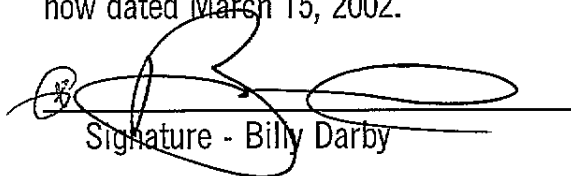
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1. Introduction. Billy Darby, being duly sworn, deposes and says:

2. Description of Deponent. I am the President/Director/Incorporator of Billy, Inc., a corporation organized and existing under the laws of Florida and qualified to do business under the laws of Florida, with its principal offices at 23846 Oak Lane in Sorrento, Florida. I make this affidavit solely as an agent of the above referenced corporation and in no other capacity.

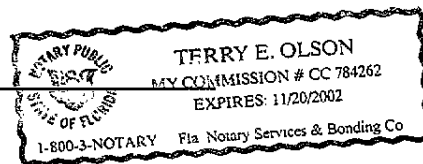
3. Revoking Privilege and Release of Name. I do now hereby revoke any former use of corporate name and do now transfer the corporate name: Billy Darby Inc. to be filed and used with the new articles of incorporation now dated March 15, 2002 having full right, power, and authority to transfer such name.

4. Inducement. This affidavit is made for the specific purpose of transferring the corporate name as stated from any/all previous articles of incorporation dated prior to the new articles now dated March 15, 2002.


Signature - Billy Darby

Be it known that on the 15th day of March 2002, before me appeared Billy Darby who is personally known to me.


Notary - State of Florida



ARTICLES OF INCORPORATION

In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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ARTICLE I NAME

The name of the Corporation shall be: BILLY DARBY, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation is: 23846 OAK LANE in SORRENTO, FL 32776.

The mailing address for all legal correspondence is: 23846 OAK LANE in SORRENTO, FL 32776.

ARTICLE III PURPOSE

This corporation was established as a professional profit corporation.

ARTICLE IV SHARES

The aggregate number of shares which the Corporation has authority to issue 1,000 shares of common stock with no par value.

ARTICLE V INITIAL OFFICERS/DIRECTORS

BILLY DARBY

PRESIDENT/DIRECTOR

23846 OAK LANE

SORRENTO, FL 32776

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the initial registered agent and office of the Corporation is:

BILLY DARBY located at 23846 OAK LANE in SORRENTO, FL 32776.

ARTICLE VII INCORPORATOR

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

BILLY DARBY located at 23846 OAK LANE in SORRENTO, FL 32776.

Having been named as registered agent to accept service for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



(SIGNATURE) BILLY DARBY - Registered Agent

3-15-02

Date



(SIGNATURE) BILLY DARBY - Incorporator

3-15-02

Date