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April 29, 2002

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

100005395151--2
-04/30/02--01077--005
*****78.75 *****78.75

Subject: John Baum, Inc.

Enclosed are an original and one copy of the articles of incorporation and a check in the amount of \$78.75 to cover the filing fee and one certified copy.

Thank you for your assistance.

Very truly yours,

Roy A. Chapman

Roy A. Chapman

FILED
02 APR 30 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

FILED

JOHN BAUM, INC.

02 APR 30 PM 12: 28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is JOHN BAUM, INC., a Florida corporation.

ARTICLE II

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

The existence of the corporation is perpetual.

ARTICLE V

The street address of the initial business office of the corporation is 3513 Old Bradenton Road, Sarasota, FL 34234, and the name and address of the initial registered agent of the corporation is: John Baum, 3513 Old Bradenton Road, Sarasota, FL 34234.

ARTICLE VI

The corporation shall have one (1) directors initially. The number of directors may be increased or diminished from time to

time pursuant to the By-Laws of the corporation, but shall not be less than one nor more than five.

ARTICLE VII

The names and addresses of the members of the first Board of Directors of the corporation and the initial Officers who shall hold office for the first year of the corporation's existence or until their successor(s) is/are elected and qualified is/are:

DIRECTORS

ADDRESS

John Baum

3513 Old Bradenton Road
Sarasota, FL 34234

Justin Miller

1230 42nd St.
Sarasota, FL 34234

OFFICERS

John Baum, President
Secretary/Treasurer

3513 Old Bradenton Road
Sarasota, FL 34234

Justin Miller
Vice President

1230 42nd St.
Sarasota, FL 34234

ARTICLE VIII

Members of the Board of Directors of any Executive Committee thereof shall be deemed present at a meeting of such Board of Directors or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

ARTICLE IX

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally,

directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such director has a direct or indirect interest.

ARTICLE X

The name and address of the person signing these Articles as the Incorporator is: John Baum, 3513 Old Bradenton Road, Sarasota, Florida 34234.


ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved either at a shareholders' meeting by the affirmative vote of the holders of two-thirds (2/3) of the shares entitled to vote thereon or by written consent of all shareholders.

ARTICLE XII

The initial By-Laws of the Corporation shall be adopted by a unanimous vote of the Board of Directors of the Corporation. Thereafter, the By-Laws of the Corporation may be amended, modified or repealed as provided by the By-Laws.

EXECUTED this 29th day of April, 2002.


John Baum

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

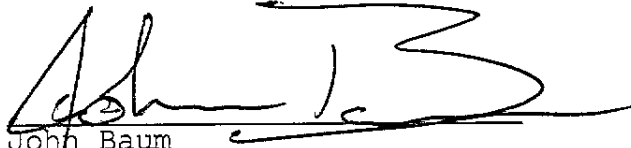
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

JOHN BAUM, INC. desiring to organize under the laws of the State of Florida, hereby designates John Baum, as its registered agent at 3515 Old Bradenton Road, Sarasota, Florida 34234.

ACCEPTANCE

Having been named as registered agent for the above corporation, I hereby agree to act in such capacity for such Corporation at its registered office.


John Baum

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TALLAHASSEE, FLORIDA