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NANCY G. FARAGE

PROFESSIONAL ASSOCIATION

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May 13, 2002

BY FEDERAL EXPRESS

Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

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-05/14/02--01069--002
*****78.75 *****78.75

Re: BAY AREA MANAGEMENT RESOURCES, INC.

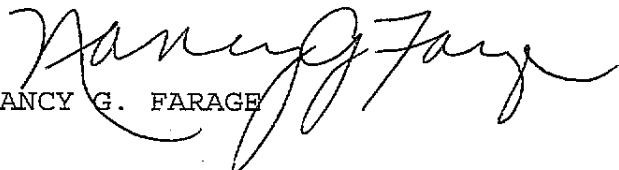
Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation and the original and one copy of a Certificate Designating Registered Agent for the above-named corporation. Please file the original Articles and return a certified copy to me.

Also enclosed is our firm check in the amount of \$78.75, representing the filing fee of \$35.00, certified copy fee of \$8.75, and a registered agent fee of \$35.00.

Thank you for your assistance and cooperation in this matter.

Sincerely yours,


NANCY G. FARAGE

NGF:gaj
Enclosures

FILED
02 MAY 13 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05/14/02

FILED

02 MAY 13 AM 11:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BAY AREA MANAGEMENT RESOURCES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be:

BAY AREA MANAGEMENT RESOURCES, INC.

ARTICLE II

NATURE OF BUSINESS

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

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is One Hundred shares (100) shares having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 18305 Cypress View Way, Tampa, Florida 33647, and the name and address of the initial registered agent of this corporation is Kimberly Lang at 18305 Cypress View Way, Tampa, Florida 33647.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by the By-Laws adopted by the shareholders. The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Kimberly Lang	18305 Cypress View Way Tampa, Florida 33647

ARTICLE VII

SUBSCRIBERS

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

<u>Name</u>	<u>Address</u>
Kimberly Lang	18305 Cypress View Way Tampa, Florida 33647

ARTICLE VIII

BY-LAWS

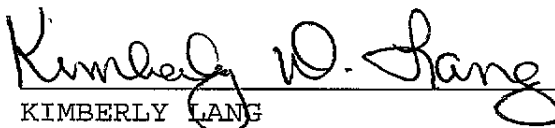
The Board of Directors is authorized to adopt By-Laws, including provisions governing the issuance of stock certificates to replace lost or destroyed stock certificates and provisions prohibiting the transfer of the stock of the corporation and of the preemptive rights to such stock, provided such By-Laws are not contrary to the laws of the State of Florida.

ARTICLE IX

AMENDMENT

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 stockholders and approved at a stockholders' meeting by a majority, or such greater number as may be specified in the By-Laws, of the shares of stock entitled to vote thereon unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation, this 13th day of May, 2002.

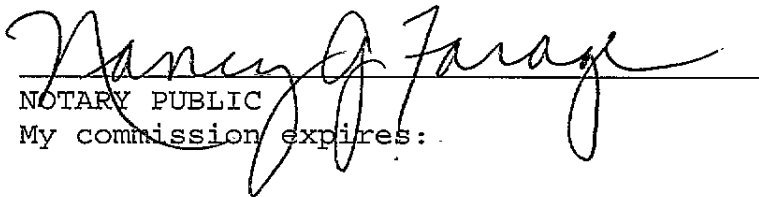

KIMBERLY LANG

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared KIMBERLY LANG personally known to me to be the person who executed the foregoing Articles of Incorporation, ~~or who did produce~~ _____ ~~as identification~~, and who acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid this 13th day of May, 2002.


NOTARY PUBLIC
My commission expires:



Nancy G. Farage
Commission # DD 023294
Expires May 27, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

FILED

02 MAY 13 AM 11: 58

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the law of the state of Florida, submits the following statement in designating the registered agent, in the state of Florida.

1. The name of the corporation is: BAY AREA MANAGEMENT RESOURCES,
INC.

2. The name and address of the registered agent and office is:

KIMBERLY LANG

(NAME)

18305 Cypress View Way

(P.O. BOX NOT ACCEPTABLE)

Tampa, Florida 33647

(CITY/STATE/ZIP)

SIGNATURE

Kimberly D. Lang
KIMBERLY LANG

(corporate officer)

TITLE Incorporator/President

DATE

5/13/02

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Kimberly D. Lang
KIMBERLY LANG

DATE

5/13/02

REGISTERED AGENT FILING FEE: \$35.00