LAW OFFICE
CHARLES DAWSON BARNETT
8412 NATIVE DANCER ROAD
PALM BEACH GARDENS, FLORIDA 33418
TELEPHONE (561) 622-6655
TELECOPIER (561) 658-6137
EMAIL: c.d.barnett@att.net

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FILED
02 AUG -7 AM 10: 16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 6, 2002

Secretary of State
Corporations Division
409 East Gaines Street
Tallahassee, Florida 32399

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

Re: ~~BAT Capital Corp.~~
Testcorp, Inc.

Dear Sir:

Enclosed please find an original and one copy of Articles of Incorporation for BAT Capital Corp. and Testcorp, Inc. Also enclosed are two checks, each in the amount of $78.75 for the filing fees.

Please file the Articles and return one of the copies of each to me together with your Certificate.

Thank you for your assistance. If you have any questions regarding this matter, please let me know.

Sincerely yours,

Charles D Barnett

Charles D. Barnett

Enclosures

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ARTICLES OF INCORPORATION

OF

BAT CAPITAL CORP.

The undersigned, acting as an incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

1. The name of the corporation is BAT Capital Corp. ("Corporation").

2. The mailing address and principal office address of the Corporation is 8412 Native Dancer Road, Palm Beach Gardens, Florida 33418.

3. The period of its duration is perpetual, unless sooner dissolved.

4. The date and time of the commencement of the corporate existence shall be the time of filing of Articles of Incorporation by the Department of State.

5. The general purpose or purposes for which the Corporation is organized are to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Business Corporation Act.

6. The aggregate number of shares which the Corporation shall have authority to issue is one thousand (1,000) shares, par value One Dollar ($1.00) per share. All such shares are of one class, and are designated as common shares.

7. The street address of the initial registered office of the Corporation is 8412 Native Dancer Road, Palm Beach Gardens, Florida 33418, and the name of its initial registered agent at such address is Charles D. Barnett.

8. The affairs and business of the Corporation are to be conducted (a) by a Board of Directors of such number as the shareholders may select at each annual meeting of shareholders; (b) by a President, who shall be elected by the Board of Directors at such time and in such manner as the Board of Directors may select; and (c) by such other officers, assistant officers and agents as the Board of Directors may authorize the President of the Corporation to appoint.

The first Board of Directors consisting of one director, who shall serve until the first annual meeting of shareholders or until his successor(s) is elected and qualifies, is as follows:

Charles D. Barnett
8412 Native Dancer Road
Palm Beach Gardens, FL 33418

9. The name and address of the incorporator is:

Charles D. Barnett
8412 Native Dancer Road
Palm Beach Gardens, Florida 33418

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DATED: August 6, 2002, at Palm Beach Gardens, Florida.

Charles D Barnett
CHARLES D. BARNETT

CHARLES D. BARNETT, having been designated to act as Registered Agent, hereby agrees to act in this capacity.

Charles D Barnett
CHARLES D. BARNETT