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

August 9, 2002

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

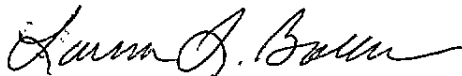
Re: Articles of Incorporation of THE BEANERY, INC.

Ladies or Gentlemen:

Enclosed please find the Articles of Incorporation for THE BEANERY, INC. I would like the effective date of the corporation to be August 12, 2002. Enclosed you will also find a check in the amount of \$78.75 for the filing fee and acknowledgement.

Thank you for your assistance in this matter.

Sincerely,



Laura L. Baker

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 12 PM 12:45

8-13-02
WC

ARTICLES OF INCORPORATION

OF

THE BEANERY, INC.

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
02 AUG 12 PM 12:45

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is THE BEANERY, INC.

ARTICLE II - PURPOSE

The purpose of this corporation shall be to engage in any lawful business or purpose whatever for which corporation may be organized under the Florida Corporation Law of the Florida Statutes as made and amended.

ARTICLE III - EFFECTIVE DATE

The effective date of this corporation will be August 12, 2002.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is Three Hundred (300) shares of common stock, having a par value of One Dollar (\$1.00) per share.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not to be less than Three Hundred and No/100ths Dollars (\$300.00).

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - ADDRESS

The initial principal place of business of this corporation in the State of Florida is 10431 Granning Lane, New Port Richey, FL 34654, and has a post office address of the same.

ARTICLE VIII - DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The corporation shall have two Directors, initially. The name and address of the initial members of the Board of Directors are:

Laura L. Baker Director	10431 Granning Lane New Port Richey, FL 34654
Daniel A. Baker Director	10431 Granning Lane New Port Richey, FL 34654

ARTICLE IX - OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Laura L. Baker President	10431 Granning Lane New Port Richey, FL 34654
Daniel A. Baker Vice President/Secretary	10431 Granning Lane New Port Richey, FL 34654

ARTICLE X - 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 of the Stockholders entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI - REGISTERED AGENT

The Registered Agent for service of process shall be Laura L. Baker, whose address is 10431 Granning Lane, New Port Richey, FL 34654.

IN WITNESS WHEREOF we have hereunto set our hands and seals and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 9th day of August, 2002.

Laura L. Baker
Laura L. Baker

Daniel A. Baker
Daniel A. Baker

I hereby accept the designation for Registered Agent.

Laura L. Baker
Laura L. Baker

State of Florida

County of Pasco

Personally appeared before me this 9th day of Aug, 2002, Laura L. Baker, who is personally known to me or who has produced FDL# B260-532-68-811-0 as identification.

Maria Hadfield
Notary Public
State of Florida

SEAL

State of Florida

County of Pasco

Personally appeared before me this 9th day of Aug, 2002, Daniel A. Baker, who is personally known to me or who has produced _____ as identification.

Maria Hadfield
Notary Public
State of Florida

SEAL



Maria Hadfield
Commission # DD137479
Expires July 30, 2006
Bonded Thru
Atlantic Bonding Co., Inc.



Maria Hadfield
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Bonded Thru
Atlantic Bonding Co., Inc.