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ACCOUNT NO. : 072100000032

REFERENCE: 895817 7128835

AUTHORIZATION

COST LIMIT : \$ 128.75

ORDER DATE: January 16, 2003

ORDER TIME : 10:32 AM

ORDER NO. : 895817-005

CUSTOMER NO: 7128835

CUSTOMER: Ms. Carol Truel

Richard S. Lehman, Attorney At

2600 North Military Trail

Suite 270

Boca Raton, FL 33431

DOMESTIC AMENDMENT FILING

NAME: BAT-OG HOLDINGS, INC.

EFFECTIVE DATE:

XX___ CERTIFICATE OF DOMESTICATION XX_ ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore -- EXT# 1147

EXAMINER'S INITIALS:

CERTIFICATE OF DOMESTICATION

The undersigned, *Kevin Simone*, a Director, of **BAT-OG Holdings Inc.**, a foreign Corporation, in accordance with Florida Statutes, section 607.1801 does hereby certify:

- 1. The date on which corporation was first formed was January 25, 2002.
- 2. The jurisdiction where the above named corporation was first formed, incorporated and otherwise came into being was the Country of the Philippines.
- 3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was BAT-OG Holdings Inc.
- 4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is **BAT-OG Holdings** Incorporated.
- 5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was the Country of the Philippines.

I am Kevin Simone, a Director of BAT-OG Holdings, Inc. and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 15th day of January, 2003.

Authorized Signature)

ARTICLES OF INCORPORATION

OF

BAT-OG HOLDINGS INCORPORATED

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

<u>NAME</u>

The name of the corporation shall be:

BAT-OG HOLDINGS INCORPORATED

The address of the principal office of this corporation shall be:

20 Southeast 14th Street # 201 Boca Raton, Florida 33432

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ARTICLE II

NATURE OF BUSINESS

This corporation may engage 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 of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock.

ARTICLE IV

ADDRESS

The street address of the initial registered office of the corporation shall be:

20 Southeast 14th Street Suite # 201 Boca Raton, Florida 33432

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

INCORPORATOR

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

Richard S. Lehman, Esq. Suite 270 2600 N. Military Trail Boca Raton, Fl 33431 IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this $15^{\rm th}$ day of January, 2003.

RICHARD S. LEHMAN

ACCEPTANCE OR REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

RICHARD S. LEHMAN, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

RICHARD S. LEHMAN

DIVISION OF CERFORA TONS

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