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TALLAHASSEE, FLORIDA
03 FEB 24 AM 12:21

F. CHAMBERLAIN

FEB 25

ALBERT J. STOPKA, III, P.A.

ATTORNEY AT LAW

P. O. Box 300

108 MOSLEY DRIVE

LYNN HAVEN, FL 32444

TELEPHONE: (850) 785-6600

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February 20, 2003

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

RE: Bay Franchise Services, Inc.
Our File No. 667.1

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with our client's check in the amount of \$78.75 for payment of the following costs:

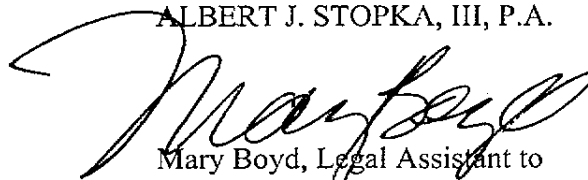
Filing Fees	\$ 35.00
Registered Agent Designation	\$ 35.00
Certified Copy	<u>\$ 8.75</u>
	\$ 78.75

Please file these Articles upon receipt and return a certified copy to us.

Thank you for your assistance with this matter. If there are any questions, please do not hesitate to give me a call

Sincerely,

ALBERT J. STOPKA, III, P.A.



Mary Boyd, Legal Assistant to
Albert J. Stopka, III

mb
Enclosure(s)

**ARTICLES OF INCORPORATION
OF
BAY FRANCHISE SERVICES, INC.**

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
03 FEB 24 AM 12:21

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME AND ADDRESS

The name of this corporation is BAY FRANCHISE SERVICES, INC. and the street address of the initial principal office is 2515 Willow Lane, Lynn Haven, Florida 32444, and its mailing address is 2515 Willow Lane, Lynn Haven, Florida 32444.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

ARTICLE IV - REGISTERED AGENT AND OFFICE ADDRESS

The name of the initial registered agent is Albert J. Stopka, III, P.A., whose address is 108 Mosley Drive, Lynn Haven, Florida 32444.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business corporation.

ARTICLE VI - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - INCORPORATOR

The name of the person signing these Articles is Grant Givens, whose address is 2515 Willow Lane, Lynn Haven, Florida 32444.


ARTICLE IX - INITIAL OFFICERS

The initial officers of the corporation and their addresses are as follows:

Grant Givens President/Treasurer
2515 Willow Lane
Lynn Haven, FL 32444

Phyllis Givens Secretary
2515 Willow Lane
Lynn Haven, FL 32444

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 18 day of February, 2003.


Grant Givens


STATE OF FLORIDA
COUNTY OF BAY

The foregoing Articles of Incorporation of BAY FRANCHISE SERVICES, INC., was
acknowledged before me this 18th day of February, 2003, by GRANT GIVENS, who:
(notary **must** check applicable box)

- ☒ is personally known to me.
☐ produced a current Florida driver's license as identification.
☐ produced _____ as identification.

(SEAL)



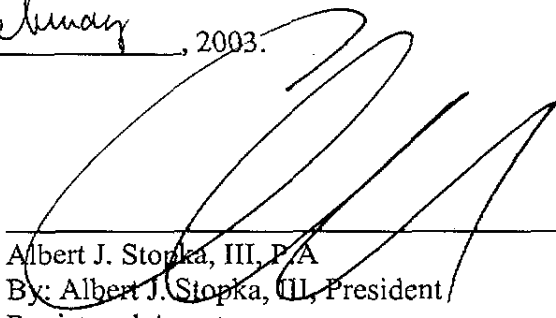

MARY BOYD
(Print Name)

Notary Public
Commission # _____
My Commission Expires: _____

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
OF
BAY FRANCHISE SERVICES, INC.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Dated this 18th day of February, 2003.



Albert J. Stopka, III, P.A.
By: Albert J. Stopka, III, President/
Registered Agent

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TALLAHASSEE, FLORIDA
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