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FILED
03 APR 17 AM 8:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

PETE KRATZENBERG

CPA

P.O. BOX 1061

PALM HARBOR, FL 34682

727-786-4487

January 20, 2003

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

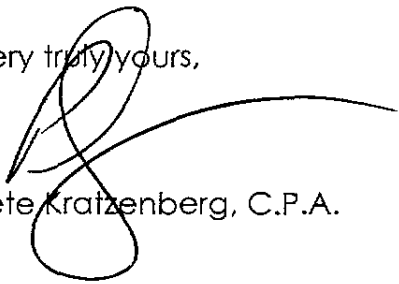
Division of Corporations:

Enclosed please find two (2) sets of Articles of Incorporation for **Brescorp, Inc.**

A check in the amount of \$ 78.75. to cover the appropriate filing fee is also enclosed.

Thank you for your assistance.

Very truly yours,



Pete Kratzenberg, C.P.A.

ARTICLES OF INCORPORATION

of
BRESCORP, Inc.

ARTICLE I

The name of the corporation shall be BRESCORP, Inc.

ARTICLE II

The address of the principal office is 1231 Kapp Drive, Clearwater, FL

ARTICLE III

The corporation shall be authorized to issue 1,000 shares of common stock with par value of \$1 per share.

ARTICLE IV

The original registered agent of the corporation shall be Johnnie Brock. The address of the original registered agent is 1231 Kapp Drive, Clearwater, FL.

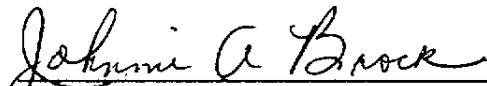
ARTICLE V

The name of the incorporator of this corporation is Johnnie Brock, 1231 Kapp Drive, Clearwater, FL.

ARTICLE VI

The purpose of this business is to conduct any legal operation permitted by the Florida Corporation Act.

Signed this 14th day of February, 2003, in Pinellas County, Florida.



Johnnie Brock, Incorporator

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REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Johnnie A Brock
Johnnie Brock, Registered Agent

February 14, 2003

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03 APR 17 AM 8:25
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TALLAHASSEE FLORIDA