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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 073310 87004A

AUTHORIZATION : *Patricia Pizote*

COST LIMIT : \$ 87.50

ORDER DATE : April 29, 2003

ORDER TIME : 10:16 AM

ORDER NO. : 073310-005

CUSTOMER NO: 87004A

CUSTOMER: P.a. Trimp, Legal Asst
Swalm & Bourgeau, P.A.

Suite 308
2375 Tamiami Trail North
Naples, FL 34103

DOMESTIC FILING

NAME: BALY-HANNA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kimberly Moret - EXT. 1149

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION

OF

BALY-HANNA, INC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation executed by the undersigned for the purpose of forming a corporation under the Florida Business Corporation Act.

ARTICLE I

The name of this Corporation shall be Baly-Hanna, Inc, and the initial address of this Corporation shall be 6009 Trophy Drive, Naples, Florida 34110.

ARTICLE II

The Corporation shall have all of the common law and statutory powers and duties of a corporation for profit under the laws of the State of Florida, except as limited or modified by these Articles or Bylaws.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
100	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors in the Corporation.

ARTICLE IV

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this Corporation shall be at 6009 Trophy Drive, Naples, Florida 34110 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Barbara Hughes.

ARTICLE VI

This Corporation shall have three (3) Directors with the exact number to be fixed by the Bylaws.

ARTICLE VII

The name and address of the first Directors of the Corporation, who shall hold office for the first year or until successors are duly elected and qualified, shall be:

Peter Juhos: 4315 -14th Street, N.E., Naples, Florida 34120

Barbara Hughes: 6009 Trophy Drive, Naples, Florida 34110

Carroll Piper: P. O. Box 959, Wolfeboro, New Hampshire 03894

ARTICLE VIII

The name and address of the Incorporator is Barbara Hughes, 6009 Trophy Drive, Naples, Florida 34110.

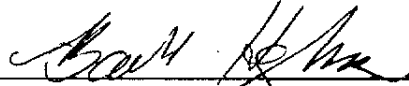
ARTICLE IX

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE X

This corporation shall indemnify and insure its offices and Directors to the fullest extent permitted by law either now or hereafter.


IN WITNESS WHEREOF, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 28th day of April, 2003.


Barbara Hughes, Incorporator

STATE OF FLORIDA)
) §:
COUNTY OF COLLIER)

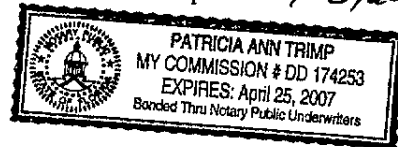
The foregoing Articles of Incorporation was acknowledged before me this 28th day of April, 2003, by Barbara Hughes, who is personally known to me or has produced _____ (type of identification) as identification.

WITNESS my hand and official seal in the State and County aforesaid this 28th day of April, 2003.


Notary Public:

(SEAL)

My Commission Expires: 4/25/2007



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with the laws of Florida, the following is submitted:

First, that Baly-Hanna, Inc, desiring to organize under the laws of the State of Florida, has named Barbara Hughes, 6009 Trophy Drive, Naples, Florida 34110 as its statutory Registered Agent.

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligation of my position as Registered Agent.



Barbara Hughes, Registered Agent

Dated: Apr 1 28 2003