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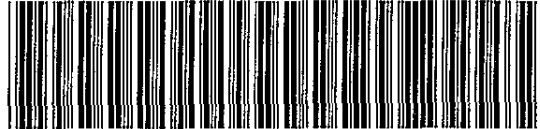
(Business Entity Name)

(Document Number)

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03/15/04--01037--020 **78.85

FILED

2004 MAR 26 P 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TINO GONZALEZ
Attorney At Law
3420 North U.S. Highway 1
Melbourne, Florida 32935

Telephone: (321) 751-9675

Facsimile: (321) 751-1293

March 8, 2004

Secretary of State
P. O. Box 6327
Tallahassee, FL 323140

RE: Articles of Incorporation of BESCO, Inc.

Dear Sir or Madam:

Enclosed please find a check in the amount of \$78.85 for the filing of the above referenced Articles of Incorporation. Please forward a certified copy to our office in the self addressed envelope provided.

Please contact our office with any questions or concerns you may have.

Sincerely,



Tino Gonzalez

TG:tla
enclosure



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

RECEIVED
04 MAR 26 AM 10:35
DIVISION OF CORPORATION

March 17, 2004

Corporate Access

TINO GONZALEZ, ESQ.
3420 U.S. HIGHWAY 1
MELBOURNE, FL 32935

SUBJECT: BESCO, INC.
Ref. Number: W04000010793

*Corrected
3/26/04
Thanks!
JD*

We have received your document for BESCO, INC. and your check(s) totaling \$78.85. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
New Filings Section

Letter Number: 104A00017855

ARTICLES OF INCORPORATION

OF

BESCO OF BREVARD, INC.,

ARTICLE I - CORPORATE NAME

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of this corporation is BESCO OF BREVARD, INC., whose principal office and mailing address is 2800 Allen Hill Drive, Melbourne, Florida 32941.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,500 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and street address of the initial Registered Office of this Corporation in the State of Florida shall be:

registered agent: Bill Pritchett
2800 Allen Hill Drive
Melbourne, Florida 32941

OK

ARTICLE VI - OFFICERS

The officers of the Corporation are as follows:

| | |
|----------------|----------------|
| President | Bill Pritchett |
| Vice President | Ed Rose |
| Secretary | Ed Rose |
| Treasurer | Bill Pritchett |

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VIII - INITIAL DIRECTORS

The name and address of the initial director of this corporation are:

name and addresses: Steve Rose
2800 Allen Hill Drive
Melbourne, Florida 32941

The person named as the initial director shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the sole incorporator is:

Bill Pritchett
2800 Allen Hill Drive
Melbourne, Florida 32941

ARTICLE X - AMENDMENT

The shareholders shall have the power to adopt, amend, or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting with not less than a majority vote of the common stock.

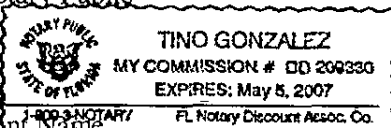


IN WITNESS WHEREOF, the undersigned, as sole incorporator, has executed the foregoing Articles of Incorporation on the 23 day of March, 2004.

Bill Pritchett
BILL PRITCHETT

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared BILL PRITCHETT, to me known to be the person described as the sole incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on this 23 day of March, 2004.

[Signature]
Notary Public

Print Name

My Commission Expires:

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

FIRST: That BESCO OF BREVARD, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in Melbourne, Brevard County, Florida, has named BILL PRITCHETT, 2800 Allen Hill Drive, Melbourne, Florida 32941, as its agent to accept service of process within the State.

ACKNOWLEDGMENT: Having been named to accept service of process for the above stated corporation, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.



BILL PRITCHETT
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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