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CORPORATION(S) NAME

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1stems, Inc.

Timpire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 7, 2004

EMPIRE

SUBJECT: B & D SYSTEMS, INC. Ref. Number: W04000013472

We have received your document for B & D SYSTEMS, INC. and your check(s) totaling \$78.75. 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) 245-6933.

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ARTICLES OF INCORPORATION FILED

of

2004 APR -9 A 10: 52

-- BJD SYSTEMS, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

BUD SYSTEMS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

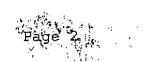
ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue SIX HUNDRED shares (600) of One Dollar(s) (\$1) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

DEBORAH POLAT 7700 NW 15 ST Magaber, FLORIDA 33063



The Principal office if known or the mailing address of the corporation is:

DEBORAH POLAT
PO BOX 135
BELLE GLADE, FLORIDA 33430

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO, director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

DEBORAH POLAT BRENDA SWA**B**Y PO BOX 135 BELLE GLADE, FLORIDA 33430

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

DEBORAH POLAT
PO BOX 135
BELLE GLADE, FLORIDA 33430

DEBORAH POLAT

FILED

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

BJD SYSTEMS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 7700~hW [SMBELLE GLADE, FLORIDA 33063 has named DEBORAH POLAT located at the aforesaid address, as its Registered Agent to accept service of process within this state. The principal and mailing address of the corporation is the same as the registered agent.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

DEBORAH POLAT