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July 7, 2004

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

RE: Bay Custom Services, Inc.

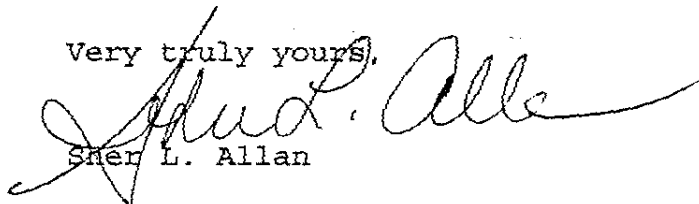
Dear Sirs:

Enclosed please find the following for filing as soon as possible:

1. Original and one copy of the Articles of Incorporation and the original Designation of Resident Agent And Acceptance for Bay Custom Services, Inc.
2. Check #885 in the amount of \$78.75 for the filing fee and a certified copy of the Articles of Incorporation of Bay Custom Services, Inc.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,


Sher L. Allan

SLA/dmw

Enclosures: as stated

ARTICLES OF INCORPORATION
OF
BAY CUSTOM SERVICES, INC.

FILED
04 JUL -8 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is BAY CUSTOM SERVICES, INC.
2502 Michigan Court
Panama City, Florida 32405

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The duration of the corporation shall be perpetual unless sooner terminated by vote of shareholders or directors.

ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue is 100 shares. All such shares shall be of a single class, designated as common.

ARTICLE V

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election of directors, no shareholder shall be entitled to cumulate his or her votes in voting for the election of directors.

ARTICLE VI

The corporation elects to have preemptive rights.

ARTICLE VII

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VIII

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective date of such amendment.

ARTICLE IX

The bylaws of the corporation may be amended a vote of 55% of either the directors or the shareholders.

ARTICLE X

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two (2) directors whose name and addresses are as follows:

James Paul Nowlin	Steve A. Nowlin
2502 Michigan Court 7125	7125 North Lagoon Drive Unit A
Panama City, Florida 32405	Panama City Beach, Florida 32408

ARTICLE XI

The initial registered agent of the corporation is Sher L. Allan, Esquire. The street address of the corporation's initial registered office is 731 Oak Avenue, Panama City, Florida 32401.

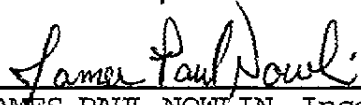
ARTICLE XII

The name and address of the incorporator of the corporation is

James Paul Nowlin
2502 Michigan Court
Panama City, Florida 32405

In Witness Whereof, the undersigned being all of the incorporators of said corporation execute these articles of incorporation and verify, subject to penalties of perjury, that the statements contained herein are true.

Dated: May 1, 2004



JAMES PAUL NOWLIN, Incorporator

DESIGNATION OF RESIDENT AGENT AND ACCEPTANCE

STATE OF FLORIDA

COUNTY OF BAY

I, JAMES PAUL NOWLIN, President, state under oath that:

1. I hereby designate SHER L. ALLAN, who is a member of The Florida Bar, who is a resident of Bay County, Florida, whose place of business is 731 Oak Avenue, Panama City, Florida 32401, as my agent for the service of process or notice in any action against me, either in my representative capacity, or personally, if the personal action accrued in the performance of my duties as President.



DIANE M. WRIGHT
MY COMMISSION # DD 272355
EXPIRES: December 25, 2007
Bonded Thru Budget Notary Services

James Paul Nowlin
JAMES PAUL NOWLIN
President

Sworn to and subscribed to before me on this 26th day of May, 2004, by JAMES PAUL NOWLIN, President, who is personally known to me or who produced H. Drivers Lic. as identification.

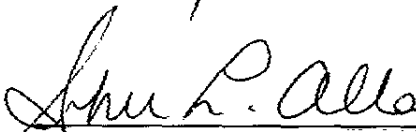
Diane M. Wright
Notary Public State of Florida
My Commission Expires:
My Commission Number is:

ACCEPTANCE

I CERTIFY that I am a permanent resident of Bay County, Florida, whose place of business is indicated above. I hereby

accept the foregoing designation as Resident Agent.

Signed on this Ten day of July, 2004.



Sher L. Allan

FILED

04 JUL -8 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA