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05 SEP 23 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FRAZIER & FRAZIER
ATTORNEYS AT LAW
SUITE A
1515 RIVERSIDE AVENUE
JACKSONVILLE, FLORIDA 32204

TELEPHONE (904) 353-5616
FACSIMILE (904) 353-5619

W. ROBINSON FRAZIER

Writer's Email Address
robfrazier@bellsouth.net

September 22, 2005

VIA UPS OVERNIGHT MAIL

Corporate Records Bureau
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Dear Sirs:

On behalf of BTS Realty Services, Inc., I am enclosing herewith for filing original and a duplicate copy of Articles of Amendment.

Also enclosed herewith is my firm's check payable to the Florida Department of State in the total amount of \$35.00 to cover the filing fee.

I would greatly appreciate it if you would please affix your receiving stamp on the duplicate copy of the Articles of Amendment and return same to me as an acknowledgment copy.

Please find attached hereto a copy of the corporate status print-out for BTS Realty Services, Inc. showing my name, as registered agent, incorrectly spelled. My name is "W. Robinson Frazier" as reflected on the Articles of Incorporation, copy of which is enclosed for your reference. I would appreciate you correcting this on your records.

Thank you for your attention to this matter.

Very truly yours,



W. Robinson Frazier

WRF:eg
Enclosures

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
BTS REALTY SERVICES, INC.

FILED
05 SEP 23 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This is to certify, pursuant to Sections 607.1003 and 607.1006, Florida Statutes, that:

1. The name of the corporation is BTS Realty Services, Inc.
2. The following is a true and complete copy of the Amendment to Article I of the Articles of Incorporation:

"Article I

"The name of the corporation is BTS Development Group, Inc."

3. The date of adoption of the foregoing amendment was September 22, 2005.

4. The foregoing amendment was approved by the sole incorporator prior to the issuance of any shares of capital stock by the corporation pursuant to Section 607.1005 of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned incorporator of this corporation has executed these Articles of Amendment to its Articles of Incorporation as of this 22nd day of September, 2005.

BTS Realty Services, Inc.

By: W. Robinson Frazier (SEAL)
W. Robinson Frazier, Incorporator

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 22nd day of September, 2005, by W. Robinson Frazier, as sole Incorporator of BTS Realty Services, Inc., who is personally known to me.

Eileen E. Grandstaff
Eileen E. Grandstaff
Notary Public, State of Florida
at Large
My commission expires:
(SEAL)



Eileen E. Grandstaff
My Commission DD311616
Expires April 25, 2008

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
BTS REALTY SERVICES, INC.

FILED
05 SEP 23 AM 10:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

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1. The name of the corporation is BTS Realty Services, Inc.
2. The following is a true and complete copy of the Amendment to Article I of the Articles of Incorporation:

"Article I

"The name of the corporation is BTS Development Group, Inc."

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BTS Realty Services, Inc.

By: W. Robinson Frazier (SEAL)
W. Robinson Frazier, Incorporator

STATE OF FLORIDA

COUNTY OF DUVAL

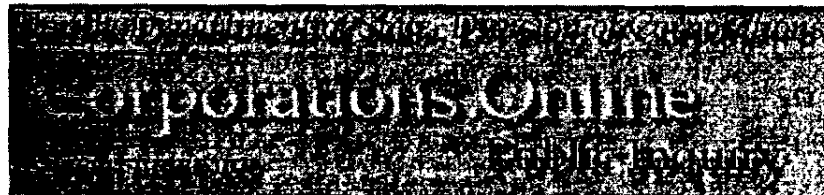
The foregoing instrument was acknowledged before me this 22nd day of September, 2005, by W. Robinson Frazier, as sole Incorporator of BTS Realty Services, Inc., who is personally known to me.

Eileen E. Grandstaff
Eileen E. Grandstaff
Notary Public, State of Florida
at Large
My commission expires:

(SEAL)



Eileen E. Grandstaff
My Commission DD311616
Expires April 25, 2008



Florida Profit**BTS REALTY SERVICES, INC.**

PRINCIPAL ADDRESS
7563 PHILIPS HWY BLDG 500
JACKSONVILLE FL 32256

MAILING ADDRESS
7563 PHILIPS HWY BLDG 500
JACKSONVILLE FL 32256

Document Number
P05000121692

FEI Number
NONE

Date Filed
09/01/2005

State
FL

Status
ACTIVE

Effective Date
NONE

*should be
"Robinson"*

Registered Agent

Name & Address
FRAZIER, W RODRIGUEZ 1515 RIVERSIDE AVE SUITE A JACKSONVILLE FL 32204

Officer/Director Detail

Name & Address	Title
NONE	

Annual Reports

Report Year	Filed Date
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No Name History Information

Document Images

Listed below are the images available for this filing.

09/01/2005 -- Domestic Profit

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CONFLICT**

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ARTICLES OF INCORPORATION

OF

BTS REALTY SERVICES, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I.

The name of the corporation is BTS Realty Services, Inc.

ARTICLE II.

The duration of the corporation is perpetual, and the time of commencement of its corporate existence shall be the date of execution of these Articles of Incorporation.

ARTICLE III.

The general purposes for which the corporation is organized are:

(1) To engage in any trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the business.

(2) To acquire by lease, purchase, gift, devise, contract, concession or otherwise, and to hold, own, develop, control, manage, or otherwise turn to account, mortgage, grant, sell, exchange, convey, or otherwise dispose of, wherever situated, within or without the State of Florida, any and all real estate, lands, options, concessions, grants, land patents, franchises, rights, privileges, easements, tenements, estates, hereditaments, interests and properties of every kind, nature and description whatsoever.

(3) To manufacture, purchase, or otherwise acquire, hold, own, sell, assign, transfer, lease, exchange, invest in, mortgage, pledge, or otherwise encumber or dispose of and generally deal in and trade in and with, both within and without the State of Florida, and in any part of the world, goods, wares, merchandise and property of every kind, nature and description.

(4) To enter into, make and perform contracts of every kind and description with any person, firm, association, or corporation,

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

municipality, body politic, country, territory, estate, government, or colony or dependency thereof.

(5) To acquire, and to make payment thereof in cash or the stock or bonds of the corporation or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the goodwill, rights and property, the whole or any part of the assets, tangible or intangible, and to undertake or assume the liabilities of any person, firm, association or corporation, to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all of the powers necessary or convenient for the conduct and management thereof.

(6) To transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, Chapter 607, of the Florida Statutes Annotated.

IN GENERAL, to do any or all things herein set forth to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees, or otherwise, within or without the State of Florida, either alone or in concert with others, and to carry on any other business in connection therewith, whether manufacturing or otherwise, and to do all things not forbidden by the laws of the State of Florida.

ARTICLE IV.

The aggregate number of shares which the corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$.10 per share.

ARTICLE V.

The street address of the initial registered office of the corporation is 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204, and the name of its initial registered agent at such address is W. Robinson Frazier.

ARTICLE VI.

The principal office of the corporation is 7563 Philips Highway, Bldg. #500, Jacksonville, Florida 32256.

ARTICLE VII.

The number of directors constituting the initial board of directors of the corporation is three (3). The number of directors may be increased or decreased from time to time by the by-laws but shall never be less than one (1).

ARTICLE VIII.

The name and address of the incorporator are as follows: W. Robinson Frazier, 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204.

ARTICLE IX.

No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association, or entity in which one or more of its directors or officers are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the board of directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or her votes are counted for such purposes, if:

(a) The fact of such relationship or interest is disclosed or known to the board of directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or


(b) The fact of such relationship or interest is disclosed or known to the stockholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(c) The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board, a committee, or the stockholders.

ARTICLE X.

There shall be no power to levy any assessment on any shares of the stock of this corporation.

EXECUTED by the undersigned at Jacksonville, Duval County, Florida, on this 31st day of August, 2005.

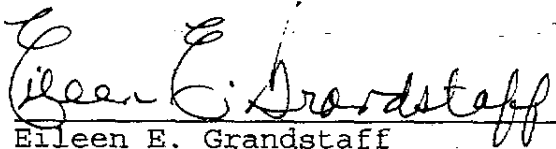


W. Robinson Frazier, Incorporator (SEAL)

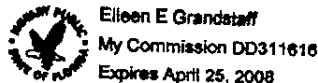
STATE OF FLORIDA)
) SS
COUNTY OF DUVAL)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared W. Robinson Frazier, who is personally known to me and who is known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County last aforesaid, this 31st day of September, 2005.



Eileen E. Grandstaff
Notary Public, State of Florida
at Large
My commission expires: _____
(SEAL)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED PURSUANT TO FLORIDA STATUTES SECTION 48.091

In pursuance of Section 48.091, Florida Statutes, the following is submitted in compliance with said statute section:

First: That BTS Realty Services, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Jacksonville, Duval County, State of Florida, has named W. Robinson Frazier, 1515 Riverside Avenue, Suite A, Jacksonville, Florida 32204, 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, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said statute section relative to keeping open said office on this 31st day of August, 2005.

By: 

W. Robinson Frazier
Registered Agent

CLERK OF STATE
TALLAHASSEE, FLORIDA

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