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February 10, 1995

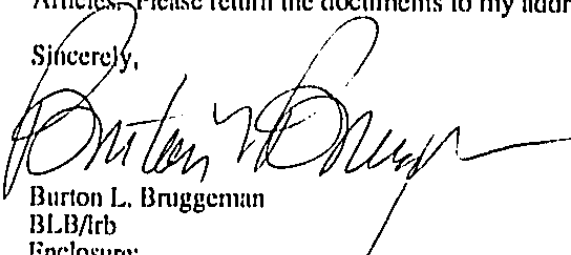
Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

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***122.50 ***122.50

Dear Sir:

Enclosed please find an original and one copy of the Articles of Corporation for Becklan II, Inc., along with our check in the amount of \$122.50 for the filing fee and a certified copy of the Articles. Please return the documents to my address as indicated above.

Sincerely,


Burton L. Bruggeman
BLB/lrb
Enclosure:

FILED
FEB 12 1995
TALLAHASSEE, FLA

2/15/95
P95-12683

ARTICLES OF INCORPORATION
OF
BECKLAN II, INC.

FILED
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The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of the corporation shall be: Becklan II, Inc.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

In furtherance of the foregoing purposes, the corporation shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon corporations organized under the laws of the State of Florida. In addition, it may do everything necessary, suitable or proper for the accomplishment of any of its corporate purposes.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of common stock that this corporation shall have the authority to issue is Fifty Thousand (50,000), each shall be without par value or each shall have a par value of One Dollar (\$1.00) per share.

Each shareholder of record shall have one vote for each share of stock standing in his or her name on the books of the corporation and entitled to vote, except that in the election of directors he or she shall have the right to vote such number of shares for as many persons as there are directors to be elected. Cumulative voting shall not be allowed in the election of directors or for any other purpose.

No shareholder of the corporation shall have any pre-emptive or similar right to acquire any additional unissued or treasury shares of stock, or other securities of any class, or rights, warrants or options to purchase stock or script, or securities of any kind convertible into stock or carrying stock purchase warrants or privileges.

The Board of Directors may from time to time distribute to the shareholders in partial liquidation, or out of stated capital or capital surplus of the corporation, a portion of its assets, in cash or property, subject to the limitations contained in the Statutes of Florida.

The corporation shall have the right to impose restrictions on the transfer of shares of the corporation.

A quorum, for the purpose of stockholder meetings, will consist of a majority of the shares issued and outstanding and entitled to vote at the meeting.

When a quorum is present, and when the statutes requires a vote of two-thirds of the shares entitled to vote to take action, the affirmative vote of a majority of the shares issued and outstanding and entitled to vote on the subject matter shall be the act of stockholders.

ARTICLE IV. CORPORATE ADDRESS

The principal address for the corporation shall be 2121 Lakeside Drive, Orlando, Florida 32803.

The street address of the initial registered office of this corporation shall be 2121 Lakeside Drive, Orlando, Florida 32803; and, the name and address of the initial Registered Agent shall be that of Burton L. Buggeman.

ARTICLE V. BOARD OF DIRECTORS

The initial Board of Directors of the corporation shall be one director, and the name and addressee of the persons who shall serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Mailing Address</u>
H. Lee Hornbeck	1706 Jumper Run Charlottesville, Virginia 22901

The number of directors shall be as prescribed by the By-Laws, except that there need be only as many directors as there are shareholders in the event that the outstanding shares are held of record by fewer than three persons.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. INCORPORATOR

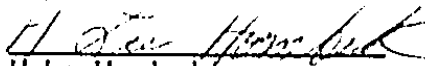
The name and street address of the incorporator to these Articles of Incorporation is:

H. Lee Hornbeck	1706 Jumper Run Charlottesville, Virginia 22901
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Article VIII. MISCELLANEOUS

To the fullest extent permitted by the Corporation Code, as the same exists or may hereafter be amended, a Director of this corporation shall not be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director.

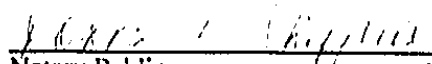
In Witness Whereof, the undersigned has hereunto set his hand and seal this 4 day of January, 1995.


H. Lee Hornbeck

STATE OF VIRGINIA
COUNTY OF Albemarle

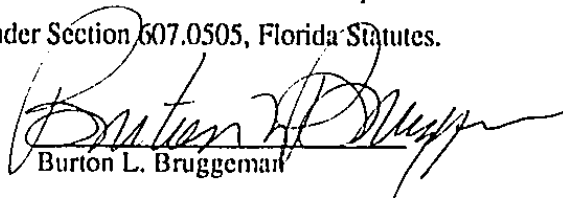
Before me, on the 4 day of January, 1995, personally appeared H. Lee Hornbeck, to me personally known or who presented a Drivers Lic. as identification, and known to be the person who signed the foregoing Articles of Incorporation, who being duly sworn acknowledged that he signed, sealed and delivered the same as his voluntary act and deed, for the uses and purposes therein expressed, and that the facts stated therein are true.

WITNESS my hand and official seal.


Notary Public
My commission expires 9/24

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

The undersigned having a business office as set forth above and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Burton L. Bruggeman