

P95000013623
BRUSHWOOD AND GRUVER
A PROFESSIONAL ASSOCIATION

E. THOMAS BRUSHWOOD*
MICHAEL L. GRUVER

* ADMITTED IN FLORIDA & GEORGIA

REPLY TO:
Tallahassee

95 FEB 17 1995
1363 EAST LAFAYETTE STREET
POST OFFICE BOX 10117
TALLAHASSEE, FLORIDA 32302-2117
(904) 878-1187

434 MAGNOLIA AVENUE
POST OFFICE BOX 1365
PANAMA CITY, FLORIDA 32402-1365
(904) 784-0212

FAX (904) 656-2504

February 15, 1995

State of Florida
Department of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

Ladies/Gentlemen:

Re: Bay Sprayaway, Inc.
Our file no. 95T0088

Enclosed is an original and one copy of the Articles of Incorporation for the above company. Please file the original in your offices and certify and return to us one certified copy.

We are enclosing our check in the amount of \$122.50, covering:

\$35.00 - Filing Fee
35.00 - Certificate Designating Registered Agent
52.50 - Certified Copy

\$122.50

Very truly yours,

E. Thomas Brushwood

E. Thomas Brushwood

ETB/cct
Enclosures

800001409028
-02/17/95--01037--003
***122.50 ***122.50

FILED
FEB 17 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/17/95

(TD)

Mail
out
to above

ARTICLES OF INCORPORATION
OF
BAY SPRAYAWAY, INC.

FILED
95 FEB 17 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Bay Sprayaway, Inc.. The principal place of business of this corporation shall be: 721 Driftwood Drive, Lynn Haven, FL 32444.

ARTICLE II - NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of One Dollar (1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 Directors constituting the initial Board of Directors who shall hold office the first year of the corporation's existence or until their successors are elected. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than seven. The name and address of the initial Board of Directors of the corporation is:

James Robert Freed
721 Driftwood Drive
Lynn Haven, FL 32444

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 721 Driftwood Drive, Lynn Haven, Florida 32444 and the name of the initial registered agent of this corporation at that address is James Robert Freed.

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these articles is: James Robert Freed.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any

provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 15 day of Feb., 1995.

James Robert Freed
JAMES ROBERT FREED, Incorporator

STATE OF FLORIDA
COUNTY OF LEON

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared James Robert Freed known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 15th day of February, 1995.

Charlotte Touchton
NOTARY PUBLIC, State of Florida
at Large

My commission expires:



CHARLOTTE TOUCHTON
MY COMMISSION # CC292571 EXPIRES
July 8, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

FILED
FEB 17 11:10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted.

FIRST that Bay Sprayaway, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 721 Driftwood Drive, Lynn Haven, FL 32333 has named James Robert Freed, as its agent to accept service of process within Florida.

Dated: February 16, 1995.

James Robert Freed
James Robert Freed, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to comply with the provisions of all statutes relative to the proper performance of my duties.

James Robert Freed
James Robert Freed