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March 2, 1995

Department of State
Division of Corporations
The Capitol
Tallahassee, FL 32304

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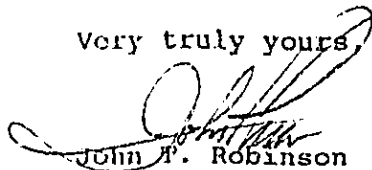
Re: Bassil, Inc.

Dear Sirs:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our trust account check in the amount of \$122.50.

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Very truly yours,


John T. Robinson

JTR/jlw
enclosures

FILED
95 MAR -3 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sady GAVE

AUTHORIZATION BY PHONE TO

CORP. T. Corporation address

DATE 3/10

DOC EXAM. 6/6

File 3-10

**ARTICLES OF INCORPORATION
OF
BASSIL, INC.**

95 MAR -8 PM 9:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Subscriber, being a natural person and competent to contract for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I - CORPORATE NAME

The name of this corporation is BASSIL, INC.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of the articles.

**ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE
AND CORPORATE OFFICE.**

That BASSIL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at St. Petersburg, County of Pinellas, State of Florida, has named Tanois Besile, located at 7121 9th Avenue North, St. Petersburg, FL 33710, County of Pinellas, State of Florida, as its agent to accept service of process within this

state. The Registered Agent and the street address of the initial Registered Office of this Corporation in the state of Florida shall be:

Tanois Besile

7121 9th Avenue North, St. Petersburg, FL 33710

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall have One (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII - INITIAL DIRECTOR

The name of the initial director of this Corporation and his street address is:

Nabil Besile

7218 Grevilla Avenue South, #1A, St. Petersburg, FL 33707

The person named as initial director shall hold office for the first year of existence of this Corporation until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Nabil Besile

7218 Grevilla Avenue South, #1A, St. Petersburg, FL 33707

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner

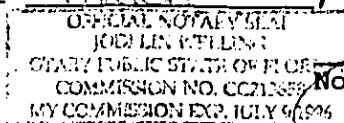
provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

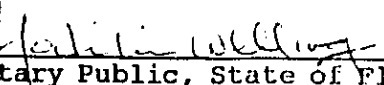
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on March 2, 1995.


Nabil Besile
Incorporator

STATE OF FLORIDA)
) ss
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public, personally appeared Nabil Besile, to me known to be the person described as Incorporator or who furnished FOL B 240-623-63-336 C as identification, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 2nd day of March, 1995.




Notary Public, State of Florida

ACCEPTANCE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated Corporation, at the place designated in these Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Tanois Besile
Registered Agent

FILED
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