

P95000032660

Division of Corporation
D W McKinnon, Division Director
P O Box 6327
Tallahassee, FL 32399

RE: Incorporation of New Business

Gentlemen:

Enclosed are (1) Articles of Incorporation, (2) Certificate Designating Place of Business, and (3) Check in payment of incorporation fees as follows:

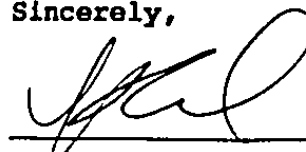
\$35.00	Filing fee - profit corporation
\$52.50	Charter tax (Minimum)
<u>\$35.00</u>	Certificate Designating Registered Agent
\$122.50	Total Check

Please return the certified copy of these Articles of Incorporation to our office at:

BBCT Inc
9131 College Plany 13B-203
Fort Myers FL 33919

RECEIVED
04/23/95 10:11:13
***122.50 ***122.50

Sincerely,


Kenneth E. Bratter
10-9-95

FILED
95 APR 24 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BBKT INC

FILED
95 APR 24 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is BBKT INC.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

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 hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE VII - STOCK TRANSFER RESTRICTIONS

Shares of capital stock of the Corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the shareholders.

SHAREHOLDER
Kenneth Baxter
Blair Baxter

NUMBER OF SHARES
500 Shares
500 Shares

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and principal place of business of this corporation is 9131 College Pkwy, Suite 13B-203, Fort Myers, Florida 33919, and the name of the initial registered agent of this corporation at that address is KENNETH BAXTER.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify each Officer including former Officers, to the full extent permitted by law.

ARTICLE X - BYLAWS

All alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

ARTICLE XI - INCORPORATORS

The name and address of the Incorporator signing these articles is: KENNETH BAXTER, 9131 College Pkwy, Suite 13B-203, Fort Myers, Florida 33919.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 9th day of April, 1995.



KENNETH BAXTER
Incorporator

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95 APR 21 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above corporation, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity. I am familiar with and accept the obligations provided for in Florida Statutes Section 607.325.

DATED this 9th day of April, 1995.



KENNETH BAXTER
Registered Agent

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95 APR 24 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA