



1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0155 FAX

800-341-8888

RECEIVED
96 JAN 2 PM 2:15
DIVISION OF CORPORATION

ACCOUNT NO. 072100000032

REFERENCE : 800953 6469A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pyatt

ORDER DATE : January 12, 1996

ORDER TIME : 11:10 AM

ORDER NO. : 800953

CUSTOMER NO: 6469A

CUSTOMER: Benjamin F. Butterfield, Esq
MAGUIRE VOORHIS & WELLS, P.A.

100001688591

2 South Orange Avenue

Orlando, FL 32801

DOMESTIC FILING

NAME: BAY-DEN, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

T. BROWN JAN 18 1996

NR R96-36

[Signature]
~~1096-108a~~

FILED
96 JAN 16 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED

96 JAN 17 PM 12:43

DIVISION OF CORPORATION

January 16, 1996

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301

use date

SUBJECT: BAY-DEN, INC.
Ref. Number: W96000001082

We have received your document for BAY-DEN, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Sheldon Bream
Document Specialist

Letter Number: 796A00001848

resubmit



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 3, 1996

The name BAY-DEN, INC. has been reserved for 120 days beginning January 3, 1996. The reservation number is R96000000036 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Judy Eure

Letter number: 996A00000293

*This is reserved
for their client*

Division of Corporations - P.O. BOX 6927 - Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

APPLICATION FOR RESERVATION OF CORPORATE NAME

Nationwide Information Services, Inc.
Printed Name of Applicant

52 Juman Street, 5th Floor
Street or Post Office Box of Applicant

Albany, New York 12207
City, State, Zip of Applicant

800-873-3482

Telephone Number of Applicant

PURSUANT TO THE PROVISIONS OF SECTION 607.0402, FLORIDA STATUTES, THE
UNDERSIGNED HEREBY APPLIES FOR RESERVATION OF THE FOLLOWING NAME FOR
A PERIOD OF 120 DAYS NON-RENEWABLE.

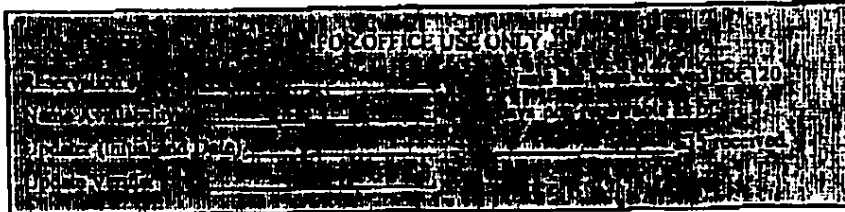
Bay-Den, Inc.


Signature of Applicant
UCC Filing & Search Services, Inc.

January 3, 1996

Date

IF ARTICLES OF INCORPORATION ARE TO BE SUBMITTED BY SOMEONE OTHER THAN
APPLICANT, WRITTEN CONSENT MUST ACCOMPANY ARTICLES.



(See reverse side for more information)

CR2E052(1/95)

Division of Corporations • P.O. Box 6327 • Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

BAY-DEN, INC.

FILED
96 JAN 16 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator delivers these Articles of Incorporation to form a corporation under the laws of the Florida Business Corporation Act.

ARTICLE I

Name. The name of this corporation is:

Bay-Den, Inc.

ARTICLE II

Principal Office. The principal office and mailing address of this corporation is 5449 S. Semoran Boulevard, Suite 221, Orlando, Florida 32822.

ARTICLE III

Business and Activities. This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having \$0.001 par value, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE V

Term of Existence. This corporation shall have perpetual existence.

ARTICLE VI

Initial Registered Office and Agent. The street address of the initial registered office of the corporation is 5449 S. Semoran Boulevard, Suite 221, Orlando, Florida 32822, and the name of the initial registered agent of the corporation at that address is W. Bruce Mitchell, Jr.

ARTICLE VII

Number of Directors. This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of the reasonable expenses incurred by Directors in attending meetings of the Directors. Nothing in this Article shall be construed to preclude the Directors from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors. The name(s) and street address(es) of the initial Directors of this corporation are:

<u>Name</u>	<u>Address</u>
W. Bruce Mitchell, Jr., D.D.S.	13315 Kirby Smith Road Orlando, Florida 32832
Michael J. Pacini	2741 Falling Tree Circle Orlando, Florida 32837

ARTICLE IX

Incorporator. The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
W. Bruce Mitchell, Jr.	13315 Kirby Smith Road Orlando, Florida 32832

ARTICLE X

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this corporation.

ARTICLE XI

Amendment to Articles. 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 shareholders, and approved at a shareholders' meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII

Preemptive Rights. Every shareholder, upon the sale of any additional stock of this corporation of the same kind, class or series as that which he already holds, 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.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and he acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 11th day of January, 1996, and I accept the duties and responsibilities of Registered Agent for the Corporation as set forth in the Florida Business Corporation Act.



W. Bruce Mitchell, Jr.
Incorporator and Registered Agent