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LAW OFFICES

RICHARD L. PEARSE, JR., P.A.

RICHARD L. PEARSE, JR.

DEBRA A. BERGENON,
LEGAL ASSISTANT

014 CHESTNUT BTHLET
CLEARWATER, FLORIDA 34616

TELEPHONE: (813) 462-0000
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RLPEARSE@NOVALINK.COM

January 12, 1996

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

700001691877
01718796--01048--020
****122.50 ****122.50

RE: Articles of Incorporation of
Bears Enterprises, Inc.

Dear Sir or Madam:

Enclosed you will find the original and one copy of Articles of Incorporation. We also enclose our check in the amount of \$122.50, representing the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
Total	\$122.50

FILED
96 FEB -1 PM 3: 29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please return one certified copy of the Articles of Incorporation to this office at your earliest convenience.

Thank you for your attention to this matter.

Sincerely yours,

Richard L. Pearse, Jr.

RLP/dab

Enclosures

~~W 96 - 1634~~

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 23, 1996

RICAHRD L PEARSE, JR PA
814 CHRSTNUT ST
CLEARWATER, FL 34616

SUBJECT: BEARS ENTERPRISES, INC.
Ref. Number: W96000001634

We have received your document for BEARS ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular 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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 796A00002770

**ARTICLES OF INCORPORATION
OF
ROBERT BEARS ENTERPRISES, INC.**

FILED
96 FEB - 1 11 32 AM '96
TALLAHASSEE, FLORIDA

Article 1. NAME. The name of this corporation is ROBERT BEARS ENTERPRISES, INC.

Article 2. PRINCIPAL OFFICE. The address of the principal office of the corporation is 10630 75th Street North, Largo, FL 34647. The mailing address of the corporation is 10630 75th Street North, Largo, FL 34647.

Article 3. AUTHORIZED SHARES. The corporation shall have one class of shares which shall be called as "common" shares. The corporation is authorized to issue 1000 common shares. The par value of the common shares of the corporation shall be \$1.00 per share.

Article 4. PREEMPTIVE RIGHTS. Every shareholder, upon the sale for cash of any new shares of the 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 at the price at which it is offered to others.

Article 5. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this corporation is 814 Chestnut Street, Clearwater, Florida 34616, and the name of the initial Registered Agent at that address is Richard L. Pearse, Jr.

Article 6. INCORPORATOR. The name and address of the person subscribing to these Articles of Incorporation is:

Richard L. Pearse, Jr.
814 Chestnut Street
Clearwater, FL 34616

Article 7. PURPOSE. The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and of the State of Florida, in accordance with and as permitted by Chapter 607, Florida Statutes.

Article 8. INITIAL DIRECTORS. The names and addresses of the initial Directors of this corporation are as follows:

Robert R. Bears, Sr.
10630 75th Street North
Largo, FL 34647

Robert R. Bears, Jr.
10630 75th Street North
Largo, FL 34647

Gary Edelman
10630 75th Street North
Largo, FL 34647

EXECUTED by the undersigned Incorporator on this 26th day of January, 1996.




Incorporator

STATE OF FLORIDA }
COUNTY OF PINELLAS }

The foregoing Articles of Incorporation were acknowledged before me on this January 26, 1996, by Richard L. Pearce, Jr., who was personally known by me or who produced satisfactory evidence of identity, and who took an oath.



DEBRA A. BERGERON
MY COMMISSION # CC392577 EXPIRES
July 14, 1998
BONDED THROUGH TROY FARM INSURANCE, INC.




Print Name: _____
Notary Public -- State of Florida
Commission No.: _____
My commission expires: _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0505, FLA. STAT. (1991) the undersigned certifies that ROBERT BEARS ENTERPRISES, INC., desiring to organize or qualify under the laws of the State of Florida, has named Richard L. Pearse, Jr., whose address is 814 Chestnut Street, Clearwater, Florida 34616, as its Agent to accept Service of Process within the State of Florida.

Dated this 26th day of January, 1996.

ROBERT BEARS ENTERPRISES, INC.

By: 
Title: Incorporator

ACCEPTANCE OF DESIGNATION

The undersigned, having been named to accept Service of Process for the above-stated corporation at the place designated in this Certificate, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of all required duties, with which the undersigned certifies that he is familiar.

Dated this 26th day of January, 1996.


RICHARD L. PEARSE, JR.

FILED
86 FEB - 1 PM 3:30
CLERK OF STATE
TALLAHASSEE, FLORIDA