

P96000020931

BILLMAN ENTERPRISES, INC.
(a corporation in formation)
1005 Sulkirk
West Palm Beach FL 33405

January 30, 1996

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee FL 32314

SEARCHED INDEXED
SERIALIZED FILED
MAR 1 1996
TALLAHASSEE, FLORIDA

Re: Incorporation of BILLMAN ENTERPRISES, INC.

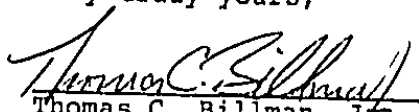
Enclosed are the original of the Articles of Incorporation for the above-identified Florida corporation.

Also, I enclose the funds to cover the cost of this incorporation, as follows:

Filing fee / Articles of Incorporation	\$ 35.00
Resident Agent Fee	35.00
Total:	\$ 70.00

Thank you for your cooperation.

Very truly yours,


Thomas C. Billman, Jr.

Encl./total of \$70.00

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RECEIVED
TALLAHASSEE, FLORIDA

63 3/7/96

ARTICLES OF INCORPORATION
of
BILLMAN ENTERPRISES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FIRST. The name of the corporation is:

BILLMAN ENTERPRISES, INC.

SECOND. The mailing address and the registered office
of the corporation in the State of Florida is:

1005 Selkirk
West Palm Beach FL 33405

The name of its registered agent at such address is:

Thomas C. Billman, Jr.

THIRD. The nature of the business or purposes to be
conducted or promoted is to engage in any lawful act or
activity for which corporations may be organized under the
Business Corporation Act of the State of Florida.

FOURTH. The total number of shares of stock which
the corporation shall have authority to issue is 1,000
shares and the par value of each of such shares is One
Dollar (\$1.00) amounting in the aggregate to One Thousand
Dollars (\$1,000). These shares shall have no pre-emptive
or preferential rights of subscription concerning further
issuance or authorization of the corporation's shares.

FIFTH. The name and mailing address of each incor-
porator is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Thomas C. Billman, Jr.	P. O. Box 3932 Lantana FL 33465

SIXTH. The corporation is to have perpetual existence.

SEVENTH. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To make, alter or repeal the By-Laws of the corporation.

To authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves, for any proper purpose, and to abolish any such reserve in the manner in which it was created.

By a majority of the whole board, to designate one or more committees, each committee to consist of two or more of the directors of the corporation. The board may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member an any meeting of the committee. Any such committee, to the extent provided in the resolution or in the By-Laws of the corporation, shall have and may exercise the powers of the

board of directors in the management of the business and the corporation to be affixed to all papers which may require it; provided, however the By-Laws may provide that in the absence or disqualification of any member of such committee or committees, the member of members thereof present at any meeting and not disqualified from voting, whether or not he or they constitute a quorum, may unanimously appoint another member of the board of directors to act at the meeting in the place of any such absent or disqualified member.

When and as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a stockholders meeting duly called upon such notice as is required by statute, or sell, lease or exchange all or substantially all of the property and assets of the corporation, including its good will and its corporate franchises, upon such terms and conditions and for such consideration, which may consist in whole or in part of money or property including shares of stock in, and/or other securities of, any other corporation or corporations, as its board of directors shall deem expedient and for the best interests of the corporation.

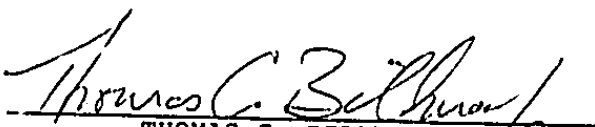
EIGHTH. Meeting of stockholders may be held within or without the State of Florida as the By-Laws may provide. The books of the corporation may be kept (subject to any provisions contained in the statutes) outside the State of Florida at such place or places as may be designated from time to time by the board of directors in the By-Laws of the corporation. Elections of directors need not be by written ballot unless the By-Laws of the corporation shall so provide.

NINTH. The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

TENTH. All officers and directors shall be indemnified by the corporation against all expenses and liabilities including attorney's fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. This corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them (individually or collectively) or incurred by them in

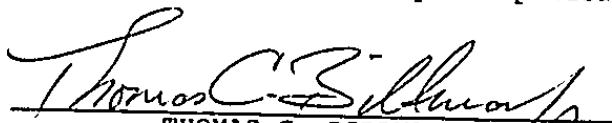
their capacity as officers and directors or arising out of their status as such.

THE UNDERSIGNED, being the sole incorporator herein- before named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida makes this certificate, hereby declaring and certifying that this is his act and deed and the facts herein stated are true, and accordingly has hereunto set his hand this 30 day of January, 1996.


THOMAS C. BILLMAN, JR.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in these Articles, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.


THOMAS C. BILLMAN, JR.

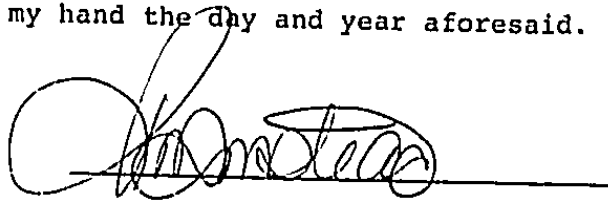
STATE OF FLORIDA)
)
COUNTY OF PALM BEACH) SS.:

BE IT REMEMBERED that on this 30 day of
January, 1996 A.D., personally appeared before me,
a Notary Public for the State of Florida, the following:

THOMAS C. BILLMAN, JR.

the party executing the foregoing Articles of Incorporation
and the formal Acceptance of Registered Agent designation,
known to me personally to be such, who produced a Florida
Driver' license as identification, and acknowledged the said
certificate to be his act and deed and that the facts stated
therein are true.

GIVEN under my hand the day and year aforesaid.



Notary Public
State of Florida at Large

MY COMMISSION EXPIRES:

