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NOE & FOODY  
ATTORNEYS AND COUNSELORS AT LAW  
599 ATLANTIC BOULEVARD  
SUITE 6  
ATLANTIC BEACH, FLORIDA 32233

WILLIAM G. NOE, JR.  
ALAN MICHAEL FOODY\*  
\*FL & GA Bars

TELEPHONE 904/249-7241  
FACSIMILE 904/247-1582

March 26, 1996

300001766268  
-04702796--01050--014  
\*\*\*122.50 \*\*\*122.50

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32301

RE: BRISTOL INT'L, INC.

Dear Sirs:

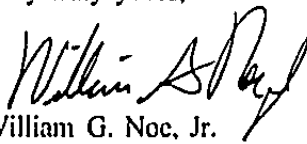
I am enclosing herewith an original and one copy of the Articles of Incorporation of BRISTOL INT'L, INC. I am also enclosing herewith my check in the amount of \$122.50 for the following fees:

Filing fee	\$35.00
Certified Copy	52.50
Registered Agent	<u>35.00</u>
TOTAL	\$122.50

FILED  
96 APR -1 AM 7:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please return a certified copy to the undersigned. Thank you for your cooperation in this matter.

Very truly yours,

  
William G. Noe, Jr.  
WGN/sb

AL APR - 8 1996

Enclosures

**CERTIFICATE OF INCORPORATION**  
**OF**  
**BRISTOL INT'L, INC.**

**FILED**  
96 APR -1 AM 7:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED, HEREBY ASSOCIATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION OF A CORPORATION FOR PROFIT.

**ARTICLE I**

THE NAME OF THE CORPORATION SHALL BE: **BRISTOL INT'L, INC.**

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS AS FOLLOWS:

TO DO ALL THINGS WHICH ARE  
AUTHORIZED TO BE DONE BY  
CORPORATIONS ORGANIZED UNDER THE  
LAWS OF THE STATE OF FLORIDA.

**ARTICLE III**

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS ONE HUNDRED THOUSAND SHARES (100,000). SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF TEN CENTS (\$.10) PER SHARE.

ALL OF SAID STOCK SHALL BE PAYABLE IN CASH, PROPERTY, LABOR OR SERVICES AT A JUST VALUATION TO BE FIXED BY THE BOARD OF DIRECTORS OF INCORPORATORS. AT A MEETING CALLED FOR THAT PURPOSE.

**ARTICLE IV**

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

**ARTICLE V**

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE 2118 SOFTWIND TRAIL, JACKSONVILLE, FLORIDA 32224. THE MAILING ADDRESS OF THIS CORPORATION SHALL BE 2118 SOFTWIND TRAIL, JACKSONVILLE, FLORIDA 32224.

**ARTICLE VI**

THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL BE NOT LESS THAN ONE NOR MORE THAN FIVE.

**ARTICLE VII**

THE NAMES AND STREET ADDRESSES OF THE FIRST BOARD OF DIRECTORS WHO, SUBJECT TO THE PROVISIONS OF THIS CERTIFICATE OF INCORPORATION, THE BY-LAWS AND LAWS OF THE STATE OF FLORIDA, SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE CORPORATION'S EXISTENCE, OR UNTIL THEIR SUCCESSORS ARE ELECTED AND HAVE QUALIFIED, ARE AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>
PATRICK B. BELL	2118 SOFTWIND TRAIL JACKSONVILLE, FLORIDA 32224

**ARTICLE VIII**

THE NAME AND STREET ADDRESS OF THE OFFICERS OF THIS CORPORATION, WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE CORPORATION'S EXISTENCE, OR UNTIL THEIR SUCCESSORS ARE ELECTED AND

HAVE QUALIFIED, ARE AS FOLLOW:

<u>NAME</u>	<u>ADDRESS</u>
PATRICK B. BELL PRESIDENT, SECRETARY AND TREASURER	2118 SOFTWIND TRAIL JACKSONVILLE, FLORIDA 32224

#### ARTICLE IX

THE NAME AND STREET ADDRESS OF THE SUBSCRIBER TO THIS CERTIFICATE OF INCORPORATION IS AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM G. NOE, JR.	599 ATLANTIC BOULEVARD, SUITE 6 ATLANTIC BEACH, FLORIDA 32233

#### ARTICLE X

THE NAME AND STREET ADDRESS OF THE REGISTERED AGENT OF THIS CORPORATION AND OF THE REGISTERED OFFICE IS:

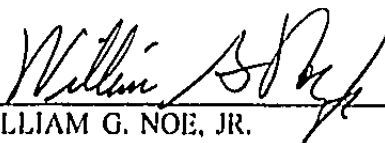
<u>NAME</u>	<u>ADDRESS</u>
WILLIAM G. NOE, JR.	599 ATLANTIC BOULEVARD, SUITE 6 ATLANTIC BEACH, FLORIDA 32233

#### ARTICLE XI

THE BUSINESS OF THIS CORPORATION SHALL BE CONDUCTED BY A PRESIDENT, ONE OR MORE VICE-PRESIDENTS, A SECRETARY AND A TREASURER, AND SUCH ASSISTANTS AS THE BOARD OF DIRECTORS MAY FROM TIME TO TIME PROVIDE FOR, AND ANY PERSON MAY HOLD TWO OR MORE OF SUCH OFFICES. WHEN STOCKHOLDERS WHO HOLD A MAJORITY OF THE STOCK SHALL BE PRESENT AT A MEETING OF THIS CORPORATION, HOWEVER CALLED OR NOTIFIED, AND SHALL SIGN A WRITTEN CONSENT THERETO ON THE

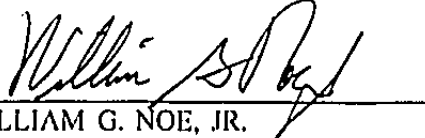
RECORD OF THE MEETING, THE ACTS OF SUCH MEETING SHALL BE AS VALID AS IF LEGALLY CALLED AND NOTIFIED. THIS CORPORATION MAY PRESCRIBE AND MAKE SUCH OTHER PROVISIONS BY PROPER BY-LAWS AS THE CORPORATION MAY DESIRE FOR THE REGULATION OF THE BUSINESS AND FOR THE CONDUCT OF THE AFFAIRS OF THE CORPORATION, AND ANY PROVISION CREATING, DIVIDING, LIMITING, AND REGULATING THE POWERS OF THE CORPORATION, THE DIRECTORS AND STOCKHOLDERS, INCLUDING PROVISIONS GOVERNING THE ISSUANCE OF STOCK CERTIFICATES TO REPLACE LOST OR DESTROYED STOCK CERTIFICATES; PROVIDED SUCH PROVISIONS ARE NOT CONTRARY TO THE LAWS OF THE STATE OF FLORIDA.

IN WITNESS WHEREOF, THE SUBSCRIBER AND INCORPORATOR HAS HEREUNTO SET HIS HAND AND SEAL THIS 26TH. DAY OF MARCH, 1996.

  
WILLIAM G. NOE, JR.  
REGISTERED AGENT AND  
SUBSCRIBER

FILED  
96 APR - 1 AM 7:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT OF BRISTOL INT'L, INC.

  
WILLIAM G. NOE, JR.

STATE OF FLORIDA  
COUNTY OF DUVAL

BEFORE ME THIS DAY PERSONALLY APPEARED WILLIAM G. NOE, JR., TO ME WELL KNOWN AND KNOWN TO ME TO BE THE PERSON NAMED AS REGISTERED AGENT AND INCORPORATOR WHO SUBSCRIBED HIS NAME TO THE FOREGOING CERTIFICATE OF INCORPORATION OF BRISTOL INT'L, INC., AND WHO ACKNOWLEDGED TO AND BEFORE ME THAT HE SUBSCRIBED HIS NAME

TO SAID CERTIFICATE OF INCORPORATION AS THE REGISTERED AGENT AND INCORPORATOR TO THE STOCK OF SAID CORPORATION, FREELY AND VOLUNTARILY FOR THE USES AND PURPOSES THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL AT ATLANTIC BEACH, FLORIDA, DUVAL COUNTY, FLORIDA, THIS 26TH. DAY OF MARCH, 1996.

Debra A. Tomlin

NOTARY PUBLIC

PRINTED NAME: DEBRA A. TOMLIN

MY COMMISSION EXPIRES: \_\_\_\_\_

