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FLORIDA DIVISION OF CORPORATIONS

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STATE OF FLORIDA P.O. BOX 1368
409 EAST GAINES STREET CLEARWATER FL 34617-00000
TALLAHASSEE, FL 32399 CONTACT: KRISTEN DECLEENE
(904) 922-4000 PHONE: (813) 461-1818
FAX: (813) 441-8617

H96000005371))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BTS ACRO, INC.

FAX AUDIT NUMBER: H96000005371 CURRENT STATUS: REQUESTED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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04/10/2000

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ARTICLES OF INCORPORATION
OF
BTS ACRO, INC.

ARTICLE I - Name and Address

The name of this corporation is BTS ACRO, INC. The mailing address of the corporation is: 10504 Woodstock Road, Odessa, Florida 33556. The address of the corporation's principal office is 10504 Woodstock Road, Odessa, Florida 33556.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 10,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$.01).

ARTICLE IV - Preemptive Rights

Every shareholder, upon an offer for sale for cash of any new stock or authorized but unissued 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.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 10504 Woodstock Road, Odessa, Florida 33556, and the name of the initial registered agent of this corporation at that address is EDIE COX.

Michael G. Little, Esquire
311 Chestnut Street
Clearwater, FL 34616
(813) 461-1818
FL Bar No. 861677

STATE OF FLORIDA
TAX DEPARTMENT
REGISTRATION
DIVISION

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ARTICLE VI - Incorporator

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
EDIE COX	10504 Woodstock Road Odessa, Florida 33556

ARTICLE VII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE VIII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of April, 1996.

Edie Cox
EDIE COX

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(3/25/96-D1)

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, BTS ACRO, INC., desiring to organize under the laws of the State of Florida, hereby designates EDIE COX, located at 10504 Woodstock Road, Odessa, Florida 33556, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

Edie Cox
EDIE COX

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