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C 'I' CORPORATION SYSTEM

Requestor's Name  
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Address  
Tallahassee, Florida 32301

City State Zip Phone  
904-222-1092

**CORPORATION(S) NAME**

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Business Group International, Inc

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**ARTICLES OF INCORPORATION OF  
BUSINESS GROUP INTERNATIONAL, INC.**

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I  
NAME

The name of the Corporation is Business Group International, Inc.

ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office is 7545 Isabella Drive, Suite #K, Port Richey, Florida 34668 and the mailing address of the Corporation is 7545 Isabella Drive, Suite #K, Port Richey, Florida 34668.

ARTICLE III  
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE IV  
CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock, One Cent (\$.01) par value per share.

ARTICLE V  
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Kevin H. Graham, Esquire  
Shumaker, Loop & Kendrick  
101 East Kennedy Boulevard, Suite 2800  
Tampa, Florida 33602

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The Corporation shall have initially two directors to hold office until the first annual meeting of shareholders and until their successors shall have been elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either

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increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

Dale A. Obrucay  
7545 Isabella Drive, Suite #K  
Port Richey, Florida 34668

Brian Matheson, Sr.  
7545 Isabella Drive, Suite #K  
Port Richey, Florida 34668

ARTICLE VII  
INCORPORATOR

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

Kevin H. Graham, Esquire  
Shumaker Loop & Kendrick  
101 E. Kennedy Boulevard, Suite 2800  
Tampa, Florida 33602

ARTICLE VIII  
INDEMNIFICATION


The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

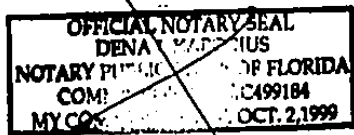
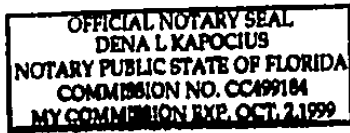
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 1st day of May, 1996.

  
\_\_\_\_\_  
Kevin H. Graham, Incorporator

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 1st day of May, 1996, by Kevin H. Graham, an individual who is personally known to me.

  
\_\_\_\_\_  
Notary Public  
Print Name: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



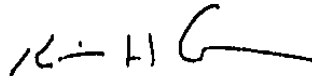
**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Business Group International, Inc.
2. The name and address of the registered agent and office is:

Kevin H. Graham, Esquire  
Shumaker, Loop & Kendrick  
101 E. Kennedy Boulevard, Suite 2800  
Tampa, Florida 33602

SIGNATURE: \_\_\_\_\_



TITLE:

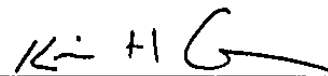
Kevin H. Graham, Incorporator

DATE:

May 1, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: \_\_\_\_\_



Kevin H. Graham

DATE:

May 1, 1996

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA