

CAPITAL CONNECTION

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

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To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST _____ TAKEN _____ CONFIRMED _____ APPROVED _____
 DATE 5/17 _____
 TIME 3:00 _____ CK No. _____
 BY J.S. _____

WALK-IN
 Will Pick Up _____

RE: Baxdreaux miller Corporation

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<u>Photo Copy</u>		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S.		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, _____ Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prop.		
FAX () pgs.		

SUBTOTALS _____

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....

RECEIVED
 95 MAY 17 PM 12:54
 DIVISION OF CORPORATION

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
BOUDREAU MILLER CORPORATION

FILED
96 MAY 17 PM 1:39
CLERK OF THE STATE
DEPARTMENT OF REVENUE

ARTICLE I

Name

1.1. The name of the corporation is **BOUDREAU MILLER CORPORATION**

ARTICLE II

Duration

2.1 This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III

Purpose

3.1 This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

4.1 This corporation is authorized to issue 1000 shares of stock of \$1.00 par value common stock.

ARTICLE V

Preemptive Rights

5.1 Should the capital stock be increased at any time, the stockholders at the time of such increase shall be entitled to a pro-rata share of such increase upon payment for the shares at the price at which the shares are offered to others.

ARTICLE VI

Initial Registered Office and Agent

6.1 The street address of the initial registered office of this corporation is 5999 Central Avenue, Suite 202, St. Petersburg, FL 33710, and the name of the initial registered agent of this corporation is D & B CORPORATE SERVICES, INC.

6.2 The corporation's initial principal place of business will be:

17721 Gulf Boulevard
Redington Shores, FL 33708

ARTICLE VII

Initial Board of Directors

7.1 This corporation shall have five directors (5) initially.

7.2 The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1).

7.3 The name and address of the initial directors of this corporation are:

Carl E. Boudreault 430 - 140th Avenue North Madeira Beach, FL 33708	Heidi M. Boudreault 430 - 140th Avenue North Madeira Beach, FL 33708	Dr. Carl W. Miller 17721 Gulf Boulevard Redington Shores, FL 33708
James L. Miller 229 - 18th Avenue North East St. Petersburg, FL 33704	John A. Houch, AIA 8040 Sailboat Key Boulevard, #204 South Pasadena, FL 33707	

ARTICLE VIII

Incorporator

8.1 The name and address of the person signing these Articles is:

Carl E. Boudreault
430 - 140th Avenue North
Madeira Beach, FL 33708

ARTICLE IX

Indemnification

9.1 The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X

Amendment

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th day of May, 1996.


CARL E. BOUDREAULT

STATE OF FLORIDA)
COUNTY OF PINELLAS)

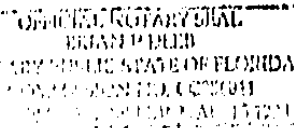
BEFORE ME, the undersigned authority, personally appeared CARL E. BOUDREAULT, well known to me to be the person described above, who is personally known to me and who did take an oath.

SWORN TO AND SUBSCRIBED before me this 14 day of May, 1996.

95 MAY 17 PM 1:39


NOTARY PUBLIC

My Commission Expires:



CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for BOUDREAU MILLER CORPORATION at the registered office designated in the Articles of Incorporation, the undersigned hereby accepts the designation of Registered Agent.

D & B CORPORATE SERVICES, INC.

By: 

BRIAN P. DEEB, President

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared BRIAN P. DEEB, President of D & B CORPORATE SERVICES, INC., who is personally known to me and who did take an oath, and he acknowledged that he executed the foregoing Consent of Registered Agent for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 15 day of May, 1996.


NOTARY PUBLIC

My Commission Expires:

