

1201 HAYS STREET
TALLAHASSEE, FL 32301-2007
904-399-0000
FAX 904-399-0001

800-341-8000

096000051502



PREMIER HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 989376 79811A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 17, 1996

ORDER TIME : 10:39 AM

ORDER NO. : 989376

CUSTOMER NO: 79811A

CUSTOMER: Don Zimmerman, Esq
DON F. ZIMMERMAN, ESQ

Suite A
2123 Northeast Coachman Road
Clearwater, FL 34625-2616

000001863910
-06/17/96--01048--026
****122.50 ****122.50

DOMESTIC FILING

NAME: BEWLEY-MENGES VENTURES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
OFFICE OF STATE
CORPORATIONS
JUN 17 10 39 AM '96

RECEIVED
DIVISION OF CORPORATIONS
JUN 17 10 39 AM '96
6/17/96

DON F. ZIMMERMAN

ATTORNEY AT LAW

2123 N.E. Coachman Road, Suite A

P.O. Box 6370

Clearwater, Florida 34625

(813) 443-5773

FAX: (813) 441-2304
June 13, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 17 PM 3:45

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: BEWLEY-MENGES VENTURES, INC.

Gentlemen:

Enclosed are two original Articles of Incorporation for the above-named corporation, along with two original Certificates Designating Place of Business or Domicile for the Service of Process Within Florida, Naming Agent Upon Whom Process May Be Served, for this corporation.

Also, enclosed is our check in the amount of \$122.50, representing the following fees with respect to this corporation:

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

Please file the original of the enclosed Articles of Incorporation and return a certified copy to our office.

Very truly yours,


Don F. Zimmerman

DFZ:li
Enclosures
cc: Ms. Patricia M. Bewley

ARTICLES OF INCORPORATION
OF
BEWLEY-MENGES VENTURES, INC.

FLORIDA STATE
SECRETARY OF CORPORATIONS
96 JUN 17 PM 3:45

The undersigned for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE 1: NAME:

The name of this Corporation is: BEWLEY-MENGES VENTURES, INC.

ARTICLE 2: DURATION:

The term of existence of the Corporation is perpetual.

ARTICLE 3: PURPOSE:

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

ARTICLE 4: CAPITAL STOCK:

This Corporation is authorized to issue One Thousand (1000) shares of common stock, having a par value of One Dollar (\$1.00) per share.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT:

A. Principal Place of Business: The principal place of business and/or mailing address of this Corporation is 6453 Lake Sunrise Drive, Apollo Beach, Florida 33572 and its registered office address is 6453 Lake Sunrise Drive, Apollo Beach, Florida 33572.

B. Registered Agent: The name of the initial registered agent of this Corporation at that address is PATRICIA M. BEWLEY.

ARTICLE 6: INCORPORATOR:

The name and post office address of the sole incorporator is:

PATRICIA M. BEWLEY	6453 Lake Sunrise Drive Apollo Beach, FL 33572
--------------------	---------------------------------------------------

ARTICLE 7: INITIAL BOARD OF DIRECTORS:

This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
PATRICIA M. BEWLEY	6453 Lake Sunrise Drive Apollo Beach, FL 33572
DAVID K. BEWLEY	6453 Lake Sunrise Drive Apollo Beach, FL 33572

ARTICLE 8: INDEMNIFICATION:

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

ARTICLE 9: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, 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 13 day of June, 1996.

BY: Patricia M. Bewley
PATRICIA M. BEWLEY
Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 13th day of June, 1996, by PATRICIA M. BEWLEY, as incorporator of BEWLEY-MENGES VENTURES, INC., a Florida corporation to be formed, who is personally known to me, or who has produced a valid Florida State Driver's License as identification. 11B400-623-48-529-0

Alice Phelps
Signature


Alice Phelps
Print or Type Name of Notary
Notary Public-State of Florida
My Commission Expires: 6-1-99

(SEAL)



STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

this 13th day of June, 1996 by PATRICIA M. BEWLEY, who is personally known to me, or who has produced a Florida State Driver's License as identification. # B400-623-4A-579-0


Signature

Alice Phelps
Print or Type Name of Notary
Notary Public-State of Florida
My Commission Expires: 6-1-99

(SEAL)



JUN 17 1996
STATE OF FLORIDA
SECRETARY OF STATE

CERTIFICATE
Designating Place of Business or Domicile
for the
Service of Process Within Florida,
Naming Agent Upon Whom Process May be Served

In compliance with Section 48.091, Florida Statutes, the following is submitted with respect to this corporation's replacement Registered Agent:

That BEWLEY-MENGES VENTURES, INC., desiring to organize or qualify under the laws of the State of Florida, with its place of business at 6453 Lake Sunrise Drive, City of Apollo Beach, State of Florida, has named PATRICIA M. BEWLEY, located at 6453 Lake Sunrise Drive, City of Apollo Beach, State of Florida, as its agent to accept service of process within Florida.

Signature: Patricia M Bewley
Title: Incorporator
Date: June 13, 1996

HAVING BEEN NAMED to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: Patricia M Bewley
Registered Agent
Date: June 13, 1996