

**KEVIN PALLEY, ESQ.**

P96000060666

Attorney at Law  
752 East Silver Spring Boulevard  
Ocala, Florida 34470  
(352) 402-0889

July 11, 1996

Florida Department of State  
Secretary of State  
Division of Corporations  
Overnight Delivery  
George Firestone Bldg.  
409 E. Gaines St.  
Tallahassee, FL 32399

RE: INCORPORATION

900001898659  
-07/18/96--01100--001  
\*\*\*122.50 \*\*\*122.50

To Whom It May Concern:

Please file the enclosed incorporation documents. \$122.50 payable to the Secretary of State. Please return a certified copy in the enclosed self-addressed envelope.

Sincerely,

  
Kevin Palley

FILED  
55 JUL 18 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7-19-96  
TD

ARTICLES OF INCORPORATION  
OF  
BILLMAN & TERESI ENTERPRISES, INC.

ARTICLE I - NAME

The name of this corporation is: BILLMAN & TERESI, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation may engage in any activity of business, for profit or otherwise, permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of single class common stock at no par value to no more than 2 people and issued and transferable only to natural non-resident alien persons.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which s/he already holds, shall have the right to purchase his/her pro rata share (rounded to the closest whole number and where there is a one half share, to be rounded up to the next whole number), at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation and registered agent are:

Kevin Palley  
752 E. Silver Springs Blvd.  
Ocala, FL 34470  
(352) 402-0899

ARTICLE VII - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is: 10345 SE Highway 441, Belleview, FL 34420, (352) 307-9595.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation initially shall have two Directors. Number, qualifications, manner of admission and removal shall be regulated by the bylaws. The name and addresses of the initial Board of Directors of this Corporation are:

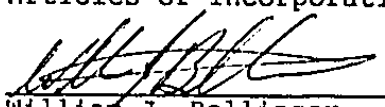
William J. Bollinger	Teresa Bollinger
10345 SE Highway 441	10345 SE Highway 441
Belleview, FL 34420	Belleview, FL 34420
(352) 307-9595	(352) 307-9595

ARTICLE IX - INCORPORATORS

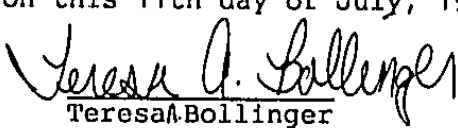
The names and addresses of the incorporators signed the Articles as Incorporators and Subscribers are:

William J. Bollinger	Teresa Bollinger
10345 SE Highway 441	10345 SE Highway 441
Belleview, FL 34420	Belleview, FL 34420
(352) 307-9595	(352) 307-9595
50 shares	50 shares

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 11th day of July, 1996.

  
William J. Bollinger  
10345 SE Highway 441  
Belleview, FL 34420  
(352) 307-9595

Co-President, Acting Vice-President  
Secretary

  
Teresa A. Bollinger  
10345 SE Highway 441  
Belleview, FL 34420  
(352) 307-9595

Co-President, Executive  
Vice-President - Treasurer

STATE OF FLORIDA:  
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 17th day of July, 1996, by WILLIAM J. BOLLINGER and stated that William J. Bollinger has read the above and foregoing Articles of Incorporation of Billman & Teresi Associates, Inc. that he knows its contents and that he understands the contents and who has produced B452-930-61-124-0, as identification and who did take an oath.



PATSY GEISLER  
My Commission CC488224  
Expires Aug. 10, 1999  
Bonded by ANB  
800-852-5678

Patsy Geisler  
NOTARY PUBLIC

COMMISSION NO.

My Commission Expires: 8.10.99

STATE OF FLORIDA:  
COUNTY OF MARION;

The foregoing instrument was acknowledged before me this 17th day of July, 1995, by TERESIA BOLLINGER and stated that Teresia Bollinger has read the above and foregoing Articles of Incorporation of Billman & Teresi Associates, Inc. that she knows its contents and that she understands the contents and who has produced Florida Driver's License, as identification and who did take an oath.



PATSY GEISLER  
My Commission CC488224  
Expires Aug. 10, 1999  
Bonded by ANB  
800-852-5678

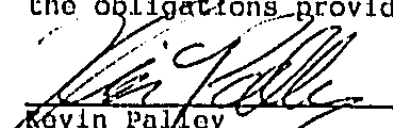
Patsy Geisler  
NOTARY PUBLIC

COMMISSION NO.

My Commission Expires: 8.10.99

SIMULTANEOUS ACCEPTANCE OF APPOINTMENT AS  
REGISTERED AGENT OF EMERGENCY MANAGEMENT

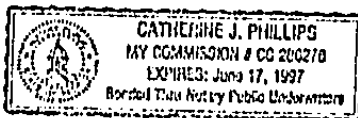
The undersigned, Kevin Palley, pursuant to F.S. §607.034(3) heroby  
accepts the appointment as registered agent of Billman & Torosi,  
Associates, Inc. and states that he is familiar with and accepts  
the obligations provided for in F.S. §607.325.

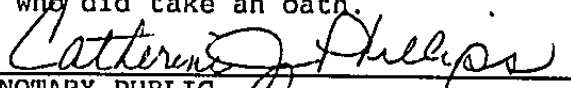
  
Kevin Palley  
Registered Agent  
752 E. Silver Springs Blvd.  
Ocala, FL 34470  
(352) 402-0899

STATE OF FLORIDA;  
COUNTY OF MARION;

The foregoing instrument was acknowledged before me this 11  
day of July, 1995, by Kevin Palley and stated that  
Kevin Palley has read the above and foregoing Simultaneous  
Acceptance of Appointment As Registered Agent of Emergency  
Management, Inc., that he knows its contents and that he  
understands the contents and who has produced Florida Driver's  
License, as identification and who did take an oath.

FDL P400-516-65-429-0



  
NOTARY PUBLIC

COMMISSION NO.

My Commission Expires:

FILED  
65 JUL 18 PM 1:39  
TALLAHASSEE, FLORIDA