

P96000062888

Barbara's Personal Services, Inc.

PARALEGAL & SECRETARIAL

SUITE 2A
152 8th AVENUE S.W.
LARGO, FLORIDA 34640-3613

WILLS & TYING
BANKRUPTCY & DIVORCE
INCORPORATIONS

TELEPHONE (813) 559-8505
FACSIMILE 584-1462

July 23, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

TRANSMITTAL LETTER

7000001804347
-07/25/96--01062--010
*****78.75 *****78.75

SUBJECT: B & M MARKETING, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:
Seventy-eight & 75/100 dollars (\$78.75) for Filing Fee and Certificate.

FROM: Barbara S. Hicks

152 8th Avenue, S.W., Suite 2A

Largo, Florida 34640-3613

(813) 559-8505

Sincerely,



Barbara S. Hicks

FILED
96 JUL 25 AM 8:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

G37/29/96

FILED

96 JUL 25 AM 8:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be: B & M Marketing Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7210 Ulmerton Road
Suite G
Largo, Florida 33771
813/ 539-1862

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One thousand (1,000) shares.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

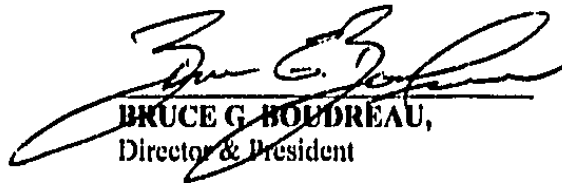
Bruce G. Boudreau
7210 Ulmerton Road
Suite G
Largo, Florida 33771
813/ 539-1862

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporations are:

Bruce G. Boudreau
7210 Ulmerton Road
Suite G
Largo, Florida 33771

The undersigned incorporators have executed these Articles of Incorporation this 23
day of July, 1996.



BRUCE G. BOUDREAU,
Director & President

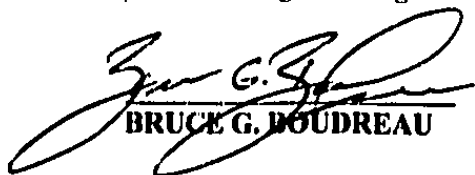
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

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: **B & M MARKETING, INC.**
2. The name and address of the registered agent and office is:

**Bruce G. Boudreau
7210 Ulmerton Road
Suite G
Largo, Florida 33771**

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 obligations of my position as registered agent.


BRUCE G. BOUDREAU

This 23 day of July, 1996.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

96 JUL 25 AM 8:10

FILED