

P9600087252

Felix Vega
2676 Westchester Drive North
Clearwater, FL 34621

October 14, 1996

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

500001982575--6
-10/22/96--01057--012
*****70.00 *****70.00

Re: BFRV, Inc.

Dear Sirs:

Enclosed please find the Articles of Incorporation, including designation of Registered Agent, along with a copy, to be filed for the above referenced corporation.

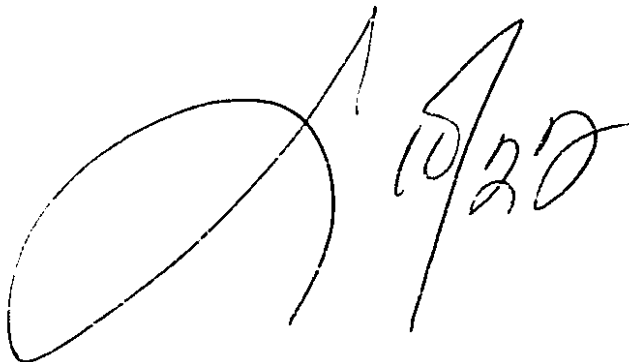
Please return one confirmed copy to the corporation in care of the undersigned at the above address. I am enclosing a check in the amount of \$70.00 to cover the filing fee (\$35.00) and resident agent fee (\$35.00). Thank you.

Very truly yours,


Felix Vega

FV/cj
Enclosures

FILED
96 OCT 21 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA



096A-48756

ARTICLES OF INCORPORATION
OF
BFRV, INC.

FILED
96 OCT 21 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: BFRV, Inc. The principal place of business of this corporation shall be 14999 U.S. Highway 19 North, Clearwater, Florida 34624.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 14999 U.S. Highway 19 North, Clearwater, Florida 34624. The name of the initial registered agent of the corporation at that address is Felix Vega.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. INDEMNIFICATION

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

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the incorporator that all shares of stock issued by the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE IX. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Felix Vega
Director/President/
Secretary

2676 Westchester Drive North
Clearwater, FL 34621

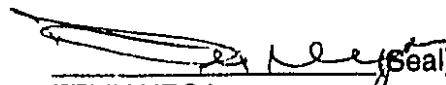
ARTICLE X. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

Felix Vega

2676 Westchester Drive North
Clearwater, FL 34621

IN WITNESS WHEREOF, the undersigned has herunto set his hand and
seal this 15 day of October, 1996.

 (Seal)
FELIX VEGA

STATE OF FLORIDA

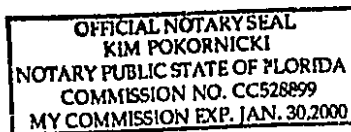
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 15 day of
October, 1996.


Notary Public, State of Florida at Large

My Commission Expires:

Jan 30, 2000



RESIDENT AGENT CERTIFICATE

In pursuance to Chapter 607, Florida Statutes, the following is submitted, in compliance with said Act.

That, BFRV, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the county of Pinellas, State of Florida, has named Felix Vega, located at 14999 U.S. Highway 19 North, Clearwater, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at a place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: _____

RESIDENT AGENT

FILED
96 OCT 21 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

P96000087252

12/16/96

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. Box 6327
TALLAHASSEE, Florida 32314

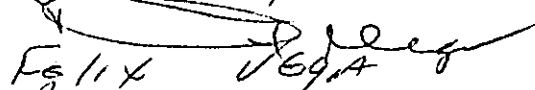
Gentlemen:

Be advised that the principal
place of business for BFRV, INC.
has changed from 14999 U.S. 19
North, Clearwater, Florida to

2674 Westchester Dr. N.
Clearwater, Florida 34621

PLEASE MAIL ALL future correspon-
dence to the new address.

Sincerely


Felix Vega
President

1/5/97