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240 NORTH WASHINGTON BOULEVARD  
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October 24, 1996

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By UPS  
Secretary of State  
Corporate Records Bureau  
409 E. Gaines St.  
Tallahassee, FL 32399

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-10/25/96--01060--015  
\*\*\*\*122.50 \*\*\*\*122.50

RE: BMD Management Group, Inc.

To Whom it May Concern:

We are enclosing our check in the amount of \$122.50 to cover the following fees for the incorporation of the above-named corporation:

Registered Agent Fee	35.00
Filing Fee	35.00
Certified Copy of Articles	52.50
Total	\$122.50

We have also enclosed an original and a copy of the Articles of Incorporation. Please return to this office a certified copy of same after the Articles have been filed of record.

Thank you for your attention to this matter.

Very truly yours,

*Kraig H. Koach*  
Kraig H. Koach *KE*

KHK/kk  
Encls.

*51*  
*10/28*

**ARTICLES OF INCORPORATION**  
**OF**  
**BMD MANAGEMENT GROUP, INC.**

FILED STATE  
DIVISION OF CORPORATIONS  
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The undersigned incorporator for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation shall be BMD MANAGEMENT GROUP, INC. The principal place of business of this corporation shall be as follows:

**Corporate Address:**

3339 GLOUSTER STREET  
SARASOTA, FLORIDA 34235

**ARTICLE II**

**TERM OF EXISTENCE**

The term of existence of the corporation shall be perpetual.

**ARTICLE III**

**NATURE OF BUSINESS**

The purpose of the corporation is to transact any business and to engage in, enter into, promote or conduct any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE IV**  
**CAPITAL STOCK**

The total number of shares of stock which the corporation shall have authority to issue is 5000 shares, all of which shall be common shares with a par value of \$1.00 per share.

**ARTICLE V**  
**PREEMPTIVE RIGHTS**

The holders of the common stock of the corporation shall have the preemptive right to purchase upon such price, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the corporation as may be issued from time to time over and above the issue of the first shares of the common stock of the corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the corporation and shall be exercised in the respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time.

**ARTICLE VI**  
**REGISTERED AGENT**

The street address of the initial registered office of the corporation in Sarasota County, Florida, and the name of its initial registered agent at such address are as follows:

Name and street address

KRAIG H. KOACH, ESQUIRE  
KRAIG H. KOACH, P.A.  
240 NORTH WASHINGTON BOULEVARD, SUITE 470  
SARASOTA, FLORIDA 34236

**ARTICLE VII**

**BOARD OF DIRECTORS**

The corporation shall have a Board of Directors of three (3) directors initially. The number of directors shall be prescribed by the Bylaws of the corporation from time to time. The names and addresses of the persons who shall serve as the initial directors of the corporation until the first annual meeting of the shareholders or until their successors are duly elected and qualified are as follows:

Name and street address

RICKEY D. BAKER, JR.  
20347 GENTRY AVENUE  
PORT CHARLOTTE, FL 33952

KEITH C. MUNCY  
3339 GLOUSTER STREET  
SARASOTA, FL 34235

RICHARD DEAR  
110 BEACH ROAD  
SARASOTA, FL 34242

**ARTICLE VIII**

**INCORPORATOR**

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

Name and street address

KRAIG H. KOACH, ESQUIRE  
KRAIG H. KOACH, P.A.  
240 NORTH WASHINGTON BOULEVARD, SUITE 470  
SARASOTA, FLORIDA 34236

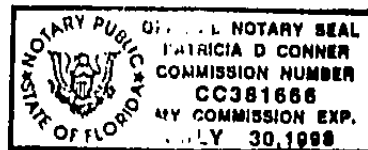
IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, has executed these Articles of Incorporation this 23 day of October, 1996.

Kraig H. Roach  
KRAIG H. KOACH, Incorporator

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of October, 1996, by the party hereto, who is personally known to me or who produced \_\_\_\_\_ as identification, and who did take an oath.

Patricia D. Conner  
Notary Public  
My Commission Expires:



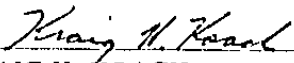
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED.

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with  
said act:

First, that BMD MANAGEMENT GROUP, INC., desiring to organize under the laws of the  
State of Florida, with its principal office as indicated in the Articles of Incorporation, at City of  
Sarasota, County of Sarasota, State of Florida, has named KRAIG H. KOACH, 240 N. Washington  
Blvd., Suite 470, Sarasota, Florida 34236, as its agent to accept service of process within this State.

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

The undersigned hereby accepts the designation as registered agent of the above Corporation.  
I accept the duties and obligations of Section 607.0505 Florida Statutes and agree to comply with the  
provisions of all statutes relative to the proper and complete performance of my duties.

  
KRAIG H. KOACH

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