

PA6000096964

KREKSTEIN, WOLFSON, MUSTIN & WHITE, LLC

ATTORNEYS AT LAW

1600 MARKET STREET
34TH FLOOR
PHILADELPHIA, PA 19103

Merle A. Wolfson, Esq.
Michael H. Krekstein, Esq.
Scott H. Mustin, Esq.
David R. White, Jr., Esq.
Vickie I. Simon, Esq.

(215) 751-2500
Fax: (215) 751-2529

Vickie I. Simon
(215) 751-2508

November 19, 1996

VIA UPS OVERNIGHT

Division of Corporations
Florida Department of State
George Firestone Building
409 E. Gaines Street
Tallahassee, FLA 32399

700002012957--6
-11/22/96--01105--018
*****70.00 *****70.00

RE: ARTICLES OF INCORPORATION

Dear Department Representative:

I am enclosing the following documents in connection with the incorporation of BoPete, Inc., a Florida corporation:

1. Original executed Articles of Incorporation ("Articles");
2. A check in the amount of \$70, made payable to the Florida Department of State; and,
3. Two (2) copies of the Articles.

Upon filing, please date-stamp the two (2) copies of the Articles and return them to my attention in the enclosed, self-addressed stamped envelope provided for your convenience.

Thanking you in advance for your cooperation.

Very truly yours,

Vickie Simon

Vickie I. Simon

VIS:sjr
Enclosures

FILED
96 NOV 22 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APB 12/2

**ARTICLES OF INCORPORATION
OF
BOPETE, INC.**

FILED
96 NOV 22 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

1. The name of the corporation is **BOPETE, INC.** (the "Corporation").
2. The street address of the initial principal office of the Corporation is:
25400 US Highway 19 N
Clearwater, FLA 34623

The mailing address is:

c/o Vickie Simon, Esquire
Krekstein, Wolfson, Mustin & White, LLC
1600 Market Street
34th Floor
Philadelphia, PA 19103

3. The Corporation shall have the authority to issue One Thousand (1,000) shares of common stock, par value \$0.00 per share.

4. The name and street address of the initial registered agent of the Corporation is:

Peter J. Wood
25400 US Highway 19 N
Clearwater, FLA 34623

5. The initial board of directors shall consist of two (2) members. The names and addresses of the persons who will serve on the initial board of directors are:

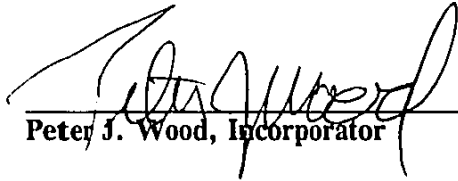
<u>Name</u>	<u>Address</u>
Peter J. Wood	55 Crosby Brown Road Gladwyne, PA 19035
Robert D. Pinsky	12 Slab Branch Court Marlton, NJ 08053

6. The name and address of the person signing these articles of incorporation is:

Peter J. Wood	55 Crosby Brown Road Gladwyne, PA 19035
---------------	--

7. The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

8. **IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 19th day of November, 1996.



Peter J. Wood, Incorporator

FILED
96 NOV 22 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

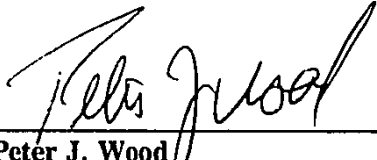
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is **BOPETE, INC.**
2. The name and address of the registered agent and office is:

Peter J. Wood
25400 US Highway 19 N
Clearwater, FLA 34623

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.

Dated: Nov 19, 1996


Peter J. Wood