



WILLIAM K. SARON
BETAN B. EISENSTADT

LAW OFFICES OF
SARON & EISENSTADT

FAX (813) 321-6854
REPLY TO ST. PETERSBURG

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

100002050761--1
-01/08/97--01065--010
***122.50 ***122.50

Re: Articles of Incorporation of
Basic Training Inc.

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation
for filing. Also enclosed please find this firm's check number
6662 in the amount of \$122.50 for the filing fee of the Articles of
Incorporation for Basic Training, Inc.

Should you have any questions, please do not hesitate to
contact our office.

Sincerely,

Teresa M. Egner
Teresa M. Egner
Legal Assistant

enclosure:
original
Articles Of Incorporation for Basic Training Inc.
check number 6662 \$122.50

[Handwritten signature]
1/14

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TALLAHASSEE FLORIDA

600 49TH STREET NORTH
SUITE B-2
ST. PETERSBURG, FL 33710
(813) 327-4334

550 NORTH RED STREET
SUITE 300
TAMPA, FL 33609
(813) 877-2424

1001 3RD AVENUE WEST
SUITE 350
BRADENTON, FL 34205
(813) 745-5884

ARTICLES OF INCORPORATION
OF
BASIC TRAINING INC.

ARTICLE I - Name

The name of this corporation is BASIC TRAINING, INC. The business address is 5736 Bay Lake Drive South, St. Petersburg, Florida 33708.

ARTICLE II - Purpose

1. This corporation is organized for the purpose of transacting any and/or all lawful business including, but not limited to, engaging in each and every phase and/or aspect of the business of retail food and nutrition sales, and is incorporated pursuant to Chapter 607, Florida Statutes.

2. To act on its own behalf in all legal or equitable proceedings or suits.

3. To acquire, hold, use, deal in, encumber, dispose of property, real or personal, and any interest therein.

4. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

5. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

6. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the right, powers and privileges of ownership, including the right to vote such stock.

7. To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purposes, with limit as to amount, with any person, firm, association, or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

8. To carry on any or all of its operation and businesses and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use,

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exercise and enjoy all of the general powers of like corporations.

9. To do any or all of the things herein set forth to the same extent as natural persons might or could do, in any part of the world as principals, agents, contractors, or otherwise alone, or any company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts above named.

10. The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Articles, shall be in any way limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in the Article shall be regarded as independent objects and powers.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding any time shall consist of 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5736 Bay Lake Drive South, St Petersburg, Florida 33708, and the name of the initial registered agent of this corporation at that address is Anthony Boles.

ARTICLE V - Initial Board of Directors

This corporation shall have two (1) Director initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial Director of this corporation are:

Terry S. Fesperman	5736 Bay Lake Drive South, St. Petersburg, Florida 33708
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ARTICLE VI - Incorporator

The name and address of the person signing these Articles is:

William K. Saron, Esquire, 600 49th Street North, Suite B-2,
St. Petersburg, Florida 33710.

ARTICLE VII - Duration

This corporation shall have perpetual existence.

ARTICLE VIII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6 day of ~~December~~ January, 1997.



WILLIAM K. SARON, ESQUIRE
Subscriber

STATE OF FLORIDA)

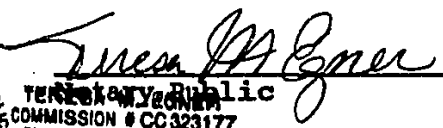
COUNTY OF PINELLAS)

BEFORE ME personally appeared WILLIAM K. SARON, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 6th day of January, 1997.

My commission expires:





Notary Public
COMMISSION # CC323177
EXPIRES NOV 2, 1997
Atlantic Bonding Co., Inc.
800-732-2245

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in Article IV, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



ANTHONY BOLES

Date: 12-27

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TALLAHASSEE, FLORIDA