

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 63
Tallahassee, FL 32304

100002077871--7
-02/05/97--01026--011
*****78.75 *****78.75

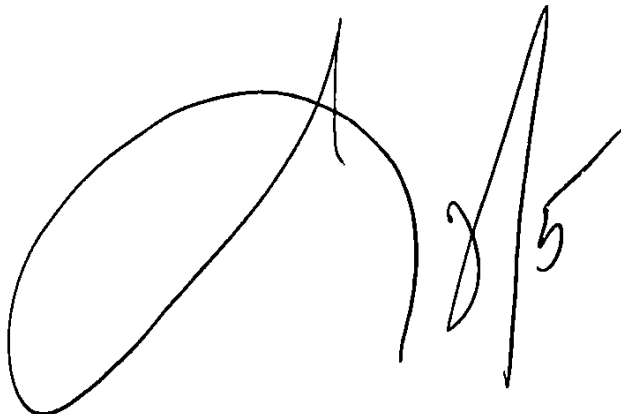
SUBJECT: BMCG Enterprises, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: 70.00 78.75 RB

XX \$78.75 \$122.50 \$131.25

From: Bob Bryce
5003 76th Street North
St. Petersburg, Florida 33709
(813)544-2258

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB -5 AM 8:12

A large, stylized handwritten signature, possibly reading 'B. Bryce', is written across the bottom of the page.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Article of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

BMCG Enterprises, Inc.

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ARTICLE II PRINCIPAL OFFICE

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

Principal place: 5003 76th Street North
St. Petersburg, Florida 33709

Mailing Address: P.O. Box 356
Pinellas Park, Florida 33780-0356

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ARTICLE IV INCORPORATOR(S)

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

Alvin T. Cube, Sr.
5003 76th Street North
St. Petersburg, Florida 33709

Bob Bryce
5003 76th Street North
St. Petersburg, Florida 33709

John Morra
6442 71st Street North
Pinellas Park, Florida 33785

Lou Giglio
3401 Gandy Blvd., #640
Pinellas Park, Florida 33781

ARTICLE V OFFICERS OF THE INCORPORATION

President: Alvin T. Cube, Sr.
Vice President: John Morra
Treasurer: Lou Giglio
Secretary: Bob Bryce

The undersigned incorporator(s) has/have executed these Articles of Incorporation this 30th day of January, 1997 .



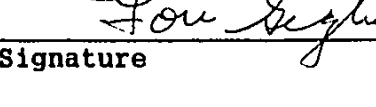
Signature



Signature



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Signature

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: BMCG Enterprises, Inc.
2. The name and address of the registered agent and office is:

Bob Bryce
5003 76th Street North
St. Petersburg, Florida 33709
(813)544-2258

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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.

Robert Bryce
Signature

1-30-97
Date