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February 12, 1997

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-02/18/97-01030--014
*****78.75 *****78.75

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

RE: BMI Business Systems, Inc.

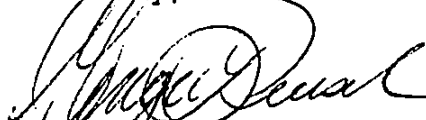
Dear Sir:

Enclosed is an original and one (1) copy of the Articles of Incorporation and Designation for Registered Agent for the new corporation for filing. Please find a firm check in the amount of \$78.75 for the filing of the enclosed Articles of Incorporation and Certificate for Designation of Registered Agent.

Please return stamped copies and the Certificate in the enclosed self-addressed postage-paid envelope.

Thank you for your attention to this matter.

Sincerely,


Ginger L. Perusek

GLP/pdc

Enclosures

FILED
97 FEB 17 PM 8:56
SEC.
TALLAHASSEE, FLORIDA

15422
2-24-97

ARTICLES OF INCORPORATION
OF
BMI BUSINESS SYSTEMS, INC.

FILED
97 FEB 17 AM 8 56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under Florida Statute Chapter 607, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be BMI BUSINESS SYSTEMS, INC.

ARTICLE II

ADDRESS OF THE PRINCIPLE OFFICE AND MAILING ADDRESS

The address of the principal place of business of this corporation shall be 3135 North Tamiami Trail, Sarasota, Florida 34234. The mailing address of this corporation shall be 3135 North Tamiami Trail, Sarasota, Florida 34234.

ARTICLE III

Term of Existence

This corporation shall have perpetual existence, commencing as

of upon filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE IV

Capital Stock

This corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) per share par value common stock which shall be designated as common shares.

ARTICLE V

Purpose

This corporation is organized for the purpose of transacting any and all lawful business, managing business and regulatory affairs of the corporation.

ARTICLE VI

INCORPORATOR

The name and address of the incorporator is Joseph E. Varos, Jr. and his address is 3135 North Tamiami Trail, Sarasota, Florida 34234.

ARTICLE VII

INITIAL DIRECTOR

This corporation shall have ONE director initially. The number of directors may be increased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is Joseph E. Varos, Jr., 3135 North Tamiami Trail, Sarasota, Florida 34234.

ARTICLE VIII

INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is Joseph E. Varos, Jr. and his address is 3135 North Tamiami Trail, Sarasota, Florida 34234.

ARTICLE IX

By-laws


This corporation shall have the power to adopt, alter, amend or repeal the By-laws of this corporation.

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by Florida Law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of February, 1997.

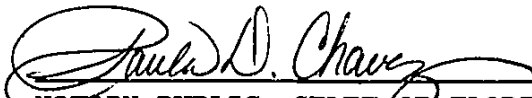


JOSEPH E. VAROS, JR.
Incorporator

STATE OF FLORIDA
COUNTY OF MANATEE

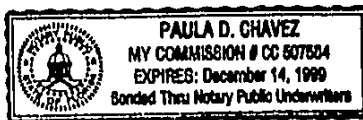
THE FOREGOING INSTRUMENT was acknowledged before me this 3rd day February, 1997, by JOSEPH E. VAROS, JR. who (is personally known to me/produced identification by way of [driver's license, etc.] _____) and who (did/did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid the 3rd day of February, 1997.



NOTARY PUBLIC, STATE OF FLORIDA
(Paula D. Chavez)
(Printed signature of Notary)

My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
97 FEB 17 AM 8:57
SECRET
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, 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: BMI BUSINESS SYSTEMS, INC.
2. The name and address of the registered agent and office is:

Joseph E. Varos, Jr.

(NAME)

3135 North Tamiami Trail

ADDRESS/P.O. BOX NOT ACCEPTABLE)

Sarasota, Florida 34234

(CITY/STATE/ZIP)

Signature

Joseph E. Varos
(Corporate Officer)

Title

President

Date

February 3, 1997

ACCEPTANCE OF REGISTERED AGENT

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.

Signature

Date

February 3, 1997