

EMMANUEL, SHEPPARD & CONDON

ATTORNEYS AT LAW

ALAN B. BRODMAN
T.A. BOROWSKI JR.
GERALD L. BROWN
AG. CONDON JR.
ERICK M. DRUCKA
PATRICK G. EMMANUEL
ROBERT A. EMMANUEL
KRAMER A. LITVAK
WM. DOUGLAS MARSH

POST OFFICE DRAWER 1271
PENSACOLA, FLORIDA 32596

PENSACOLA (904) 433-6581
NAVARRE (904) 939-0037
FT. WALTON BEACH (904) 243-6581
TOLL FREE 1-800-433-6581

GERALD M. KENZIE
JOHN W. MONROE JR.
JOHN A. PANTRO
WANDA WOODALL RADCLIFFE
JILL K. SATTERWHITE
ALAN C. SHEPPARD
J.D. SMITH
CRYSTAL COLLINS SPENCER
WARREN R. TODD

March 17, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

100002120261--8
-03/21/97--01037--008
****122.50 ****122.50

Re: Bayside Management Group, Inc.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation of Bayside Management Group, Inc. Our check in the sum of \$122.50 is enclosed to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy Fee	52.50
Registered Agent Fee	<u>35.00</u>
total	\$122.50

If you have any questions, please give me a call.

Sincerely yours,

Gerald L. Brown

Gerald L. Brown

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Enclosure

ARTICLES OF INCORPORATION
OF
BAYSIDE MANAGEMENT GROUP, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE ONE - NAME

The name of the corporation is BAYSIDE MANAGEMENT GROUP, INC.

ARTICLE TWO - DURATION

This corporation shall have perpetual existence.

ARTICLE THREE - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of one (\$1.00) dollar par value common stock.

ARTICLE FIVE - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 401 East Chase Street, Suite 105, Pensacola, Florida 32501 with a mailing address of 401 East Chase Street, Suite 105, Pensacola, Florida 32501 and the name of the initial registered agent of this corporation at that address is David A. Brannen.

ARTICLE SIX - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The

name and address of the initial director(s) of this corporation are:

NAME

ADDRESS

David A. Brannen

401 E. Chase Street, Ste. 105
Pensacola, Florida 32501

David T. Clark

401 E. Chase Street, Ste. 105
Pensacola, Florida 32501

ARTICLE SEVEN - INCORPORATOR

The name and address of the person signing these Articles is David A. Brannen, 401 E. Chase Street, Ste. 105, Pensacola, Florida 32501.

ARTICLE EIGHT - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders.

ARTICLE NINE - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 10th day of March, 1997.



David A. Brannen, Subscriber

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 18th day of March, 1997 by David A. Brannen, who is personally known to me and who did not take an oath.

Cynthia Lynn Lorimor (SEAL)



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

BAYSIDE MANAGEMENT GROUP, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First--that BAYSIDE 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 Pensacola, County of Escambia, State of
Florida has named David A. Brannen located at 401 E. Chase Street, Ste. 105, City
of Pensacola, County of Escambia, State of Florida, as its agent to accept
service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby accept to act in
this capacity, and agree to comply with the provision of said Act relative to
keeping open said office.


David A. Brannen, Registered Agent

RECEIVED
TALLAHASSEE
FLORIDA

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