



THE COMPANY CORPORATION

13 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

P9700022594

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

600002089356--0
-02/17/97--01080--015
*****70.00 *****70.00

RE: BUSINESS CONCEPTS, INC.
P3390755BUCAL

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for BUSINESS CONCEPTS, INC.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

W97-4247

Very truly yours,

Regina Cephas/us
Regina Cephas
Vice President

enc.

[Signature]
3/28

FILED
97 MAR 28 PM 4:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA



THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

March 26, 1997

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

RE: B.C.I. & Affilates, Inc.
9702179716609

Dear Sir or Madam:

Enclosed please find Certificate of Incorporation with corrections as requested for B.C.I. & Affilates, Inc. A copy of your recent correspondence is enclosed for reference.

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-800-542-2677, ext. 7003, with questions regarding the enclosed application.

Sincerely,

Regina Cephas
Director Corporate Filings

enc.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 21, 1997

THE COMPANY CORPORATION
ATTN: REGINA CEPHAS
1313 N. MARKET STREET
WILMINGTON, DE 19801-1151

SUBJECT: BUSINESS CONCEPTS, INC.
Ref. Number: W97000004247

RECEIVED
97 MAR 27 AM 8:09
DIVISION OF CORPORATIONS

We have received your document for BUSINESS CONCEPTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 497A00009332

ARTICLES OF INCORPORATION
OF

B.C.I. & Affiliates, Inc.

The undersigned natural person(s), of the age of 21 or more acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation will be B.C.I. & Affiliates, Inc.
- SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee, FL 32303-6643. The name of agent at said address is Larry Wolfe.
- THIRD: The principal address of the corporation is 5581-2 Malt Drive, Myers, FL 33907.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act.
- FIFTH: The total authorized stock of this corporation is divided into 100 share(s) at no par value.
- SIXTH: The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:
- R. Jerry Caldwell 5581-2 Malt Drive, Ft. Myers, FL 33907
Susan Caldwell 5581-2 Malt Drive, Ft. Myers, FL 33907
- SEVENTH: The duration of this corporation is perpetual.
- EIGHT: This is a Close Corporation.
- NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:
- Wendy Snow - 1313 N. Market Street
Wilmington, DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 10th day of February 1997.

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 10th day of February, 1997, by Wendy Snow.

Susan M. Griffin

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000
Notary Public

This document was prepared by, Wendy Snow, 1313 Market Street,
Wilmington, DE 19801 (302) 575-0440

FILED
97 MAR 28 PM 4:53
STATE OF FLORIDA
TALLAHASSEE

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

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this B.C.I. & Affiliates, Inc. desiring to
organize under the laws of the state of Florida with its principal place of business located in the
city of Ft. Myers, State of Florida, has named Larry Wolfe
located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated corporation, at the
place designated in this Certificate, 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.


Larry Wolfe

February 10, 1997

Date

SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 MAR 28 PM 4:53

FILED