

P97000032073

CAREY, O'MALLEY, WHITAKER & MANSON, P.A. FILED

ATTORNEYS AT LAW

SUITE 1190
100 SOUTH ASHLEY DRIVE
POST OFFICE BOX 499
TAMPA, FLORIDA 33601-0499

MICHAEL R. CAREY
DOUGLAS P. MANSON
RANDALL P. MUELLER
ANDREW M. O'MALLEY
JACK R. PEPPER, JR.
DANIEL D. WHITAKER

97 APR -8 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 7, 1997

TELEPHONE: (813) 221-8210
FACSIMILE: (813) 221-1430

Via UPS Next Day Air

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Bayshore Technologies, Inc.

4000002136714--5
-04/08/97--01095--014
****122.50 ****122.50

To Whom It May Concern:

Enclosed are two originals of Articles of Incorporation for the above-named corporation. Please file one original and certify and return one original to me. A self-addressed envelope is included for your convenience.

Also enclosed is our firm check in the amount of \$122.50, to cover the following costs:

1.	Filing fee	\$35.00
2.	Designation of Registered Agent	35.00
3.	Certified copy of Charter	<u>52.50</u>
	Total	\$122.50

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

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes
Nancy Barnes, Paralegal

NRB/trh
Enclosures

cc: Bayshore Technologies, Inc.

PK
4/9/97

20-0249

**ARTICLES OF INCORPORATION
OF
BAYSHORE TECHNOLOGIES, INC.**

FILED
97 APR -8 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE 1

Name

The name of this corporation is: BAYSHORE TECHNOLOGIES, INC.

ARTICLE 2

Mailing Address

The mailing address of this corporation is 3550 West Waters Avenue, First Floor, Tampa, Florida 33614.

ARTICLE 3

Shares

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 3550 West Waters Avenue, First Floor, Tampa 33614, and the name of the initial registered agent of this corporation at that address is Winston DuBose.

ARTICLE 5

Incorporator

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

Winston DuBose
First Floor, 3550 West Waters Avenue
Tampa, Florida 33614

Initial Board of Directors

Peter Anderson	Frank Mann	Winston DuBose
First Floor	First Floor	First Floor
3550 West Waters Avenue	3550 West Waters Avenue	3550 West Waters Avenue
Tampa, Florida 33614	Tampa, Florida 33614	Tampa, Florida 33614

Indemnification

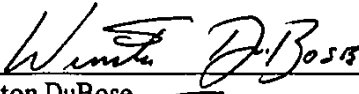
Winston DuBose

 **MICHAEL R. CAREY**
MY COMMISSION # CC 538099
EXPIRES: March 7, 2000
Bonded Thru Hibernia Public Underwriters

Acceptance of Registered Agent

FILED
97 APR -8 AM 11:18

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment of 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.


Winston DuBose