P970000 39210



ACCOUNT NO. : 072100000032

REFERENCE: 350525 108320A

AUTHORIZATION:

COST LIMIT : \$ 70.00

ORDER DATE: May 1, 1997

ORDER TIME: 9:56 AM

ORDER NO. : 350525-005

CUSTOMER NO: 108320A

CUSTOMER: David Mann, Esq

DAVID MANN & ASSOCIATES, PA

Suite 110, Rhodes Building 41 North Jefferson Street Pensacola, FL 32501

DOMESTIC FILING

of Pensaida

NAME:

BG ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tina M. Bartlett

EXAMINER'S INITIALS:

L97-10071

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-05/01/97--01028--010

*****70.00 *****70.00

T. David Mann & Associates, p.a.

ATTORNEYS AT LAW

RHODES BUILDING
SUITE 110
41 N. JEFFERSON STREET
P. O. BOX 1191
PENSACOLA, FL 32595
(904) 435-7700
FAX (904) 435-6881

April 30, 1997

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

Re: BG Enterprises, Inc.

Dear Sir\Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-referenced corporation, along with a check in the amount of \$70.00 for the filing and registered agent fees. Please return a stamped copy of the Articles to my office upon filing.

Thank you for your assistance.

Very truly yours,

T. David Mann

TDM/pg Enc.



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 1, 1997

CSC NETWORKS 1201 HAYS ST. TALLAHASSEE, FL 32301-2607

SUBJECT: BG ENTERPRISES, INC. Ref. Number: W97000010071

RESUBMIT

Please give original submission date as file date.

We have received your document for BG ENTERPRISES, 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) 487-6052.

Sandy Ng Document Specialist Letter Number: 497A00022825X 0F CORPORATION

17 HAY - 1 PH 4: 01

ARTICLES OF INCORPORATION

OF

BG Enterprises of Pensacola, inc.

The undersigned, for the purpose of forming a corporation under Chapter 607 of the laws of the State of Florida, do hereby adopt the following articles of incorporation:

ARTICLE I

The name of the corporation is: BG Enterprises of Pensacola, Inc.

The address of the principal office of this corporation shall be 41 N. Jefferson Street, Suite 110, Pensacola, FL 32501, and the mailing address of the corporation shall be the same.

ARTICLE II

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSE OR PURPOSES

The general purpose for which the corporation is organized is to engage in any or all lawful business for which corporations are permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 5,000. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 41 N. Jefferson Street, Suite 110, Pensacola, FL 32501, and the name of its initial registered agent at such address is Patricia Goliwas.

ARTICLE VI

OFFICERS

The names and addresses of the officers of the corporation are:

President:

Patricia Goliwas 41 N. Jefferson St., Ste. 110 Pensacola, Florida 32501

ARTICLE VI

INCORPORATORS

The name and address of each incorporator is:

Patricia Goliwas

41 N. Jefferson St., Ste. 110 Pensacola, FL 32501

Executed by the undersigned on the 30th day of April 1997.

DAMPTOTA COLTUNG

CERTIFICATE OF DESIGNATION

REGISTERED AGENT\REGISTERED OFFICE

Pursuant to the provisions of Sections 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.

- The name of the corporation is:
 BG Enterprises of Pensacola, Inc.
- 2. The name and address of the registered agent and office is:

Patricia Goliwas 41 North Jefferson Street Suite 110 Pensacola, Florida 32501

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 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.

PATRICIA GOLIWAS

1/30/97

DATE