CORPORATION

ACCOUNT N	ro.	:	072100000032
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REFERENCE: 355765 81386A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: May 6, 1997

ORDER TIME : 10:51 AM

ORDER NO. : 355765-005

CUSTOMER NO:

81386A

CUSTOMER: Robert E. Aylward, Esq

ROBERT E. AYLWARD, ESQ

Suite 2425

100 North Tampa Street

Tampa, FL 33602

DOMESTIC FILING

NAME:

BAV ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 6, 1997

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

SUBJECT: BAV ENTERPRISES, INC.

Ref. Number: W97000010409

RESUBMIT

Please give original submission date as file date

We have received your document for BAV ENTERPRISES, INC. and your check(s) totaling \$122.50. 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: 197A00023847

ARTICLES OF INCORPORATION AJV ENTERPRISES. INC.

97/10/7-5 PH 12: 24 The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act (the "Act"), and pursuant to the following Articles of Incorporation.

ARTICLE 1

Name

The name of this corporation is:

AJV ENTERPRISES, INC.

ARTICLE 2

Principal Office

The principal office and mailing address of this corporation 905 E. MLK, Jr. Drive, Suite 400, Tarpon Springs, Florida is: 34689.

ARTICLE 3

Shares

This corporation is authorized to issue 1 million shares of voting common stock, par value \$.01 per share.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 100 North Tampa Street, Suite 2425, Tampa, Florida 33602; and the name of the initial registered agent of this corporation is: ROBERT E. AYLWARD.

ARTICLE 5

Incorporator

The name and address of the person signing these Articles of Incorporation are:

NAME

ADDRESS

Robert E. Aylward

100 North Tampa Street Suite 2425 Tampa, Florida 33602

ARTICLE 6

Amendment

The stockholders reserve the right to amend, alter, change, or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on directors and officers herein are granted subject to this reservation.

ARTICLE 7

Indemnification

This corporation may enter into indemnification agreements and adopt bylaw provisions for the indemnification of any director, officer, employee, or agent of the corporation, or may provide, at the corporation's election, for indemnification of any director, officer, employee, or agent of the corporation without agreement or bylaw provisions to the full extent permitted by law. The

corporation, however, shall not be subject to court ordered indemnification pursuant to section 607.0950(9), Florida Statutes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation the $\frac{5}{2}$ day of $\frac{1997}{2}$.

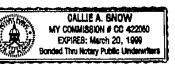
ROBERT E. AYLWARD

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged and sworn to before me this 5 day of 1997, by Robert E. Aylward. He is personally known to me.

NOTARY PUBLIC

My Commission Expires:



AJV ENTERPRISES, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Robert E. Aylward, having been named as registered agent to accept service of process for the above named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

ROBERT E. ATLWARD

VINCELLI/BAVCHTR

STRITT - 6 TOTE STA