

P97000041401

954563-2153 TRIPLE CHECK

024 P01

MAY 09 '97 09:42



INCOME TAX SERVICE
FINANCIAL SERVICES
BUSINESS SERVICES

ROYALE MANAGEMENT SERVICES, INC.

2319 N. Andrews Avenue • Fort Lauderdale, FL 33311
Sanctuary Centre, 4800 N. Federal Hwy., Suite 307-D • Boca Raton, FL 33431
(954) 563-1269 • FAX (954) 563-2153 • (561) 361-0012



5/09/97

FLORIDA DIVISION OF CORPORATIONS
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(((H97000007673 1)))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: ROYALE MANAGEMENT SERVICES, INC.

ACCT#: 075136002300

CONTACT: STEVEN WEIL

PHONE: (305) 563-1269

FAX #: (305) 563-2153

NAME: BACKYARDS USA, INC.

AUDIT NUMBER.....H97000007673

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

PAGES..... 3

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bm 5/9/97

9545632153 TRIPLE CHECK
Fax Audit # H97000001673

024 P02 MAY 09 '97 09:43

ARTICLES OF INCORPORATION
OF
BACKYARDS USA, INC.

FILED
97 MAY -9 AM 11:34
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be BACKYARDS USA, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLES III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2319 N. Andrews Avenue, Fort Lauderdale, Florida 33311, and the name of the original registered agent of the corporation at that address is Royale Management Services, Inc. The initial mailing address shall be BACKYARDS USA, INC., 6641 NW 4 COURT, PLANTATION, FL 33317.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

Submitted by: Royale Management Services, Inc.
2319 N Andrews Avenue, Fort Lauderdale, FL 33311
(954) 563-1269
Fax Audit # H97000007673

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The names and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until successors are elected or appointed is:

President / Dir. SHAWN BEETLER
6641 NW 4 COURT
PLANTATION, FL 33317
Secretary / Treasurer OTIS SCOTT CRAIG
Dir. 5517 NE 6TH STREET
FORT LAUDERDALE, FL 33309

ARTICLE VII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

SHAWN BEETLER
6641 NW 4 COURT
PLANTATION, FL 33317

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 8TH day of MAY, 1997.

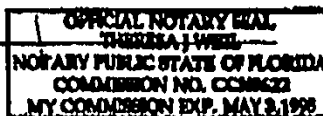
y S. Beetler (SEAL)
SHAWN BEETLER

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 8th day of May, 1997 by

Theresa J. Weil
Notary Public, State of Florida at Large

My commission expires on:



Submitted by: Royale Management Services, Inc.
2319 N Andrews Avenue, Fort Lauderdale, FL 33311
(954) 563-1269

FAX ADJIT # 47000007673

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

BACKYARDS USA, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the state of Florida with its registered office as indicated in the Articles of Incorporation at 2319 N. Andrews Avenue, Fort Lauderdale, Florida 33311 has named Royale Management Services, Inc. located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

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

Theresa J. Weil Sec Deas
(registered agent)

FILED
97 MAY -9 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Submitted by: Royale Management Services, Inc.
2319 N Andrews Avenue, Fort Lauderdale, FL 33311
(954) 563-1269

FAX ADJIT # 47000007673