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RICK G. BANNON

J.L. M. (ADMIRALTY)

JOSEPH W. (JOEY) CHAMBERS

JEFFREY K. CHAMBERS

August 5, 1997

Secretary of State
Division of Corporations
409 E. Gaines St.
P.O. Box 6327
Tallahassee, FL 32301

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RE: Beach Drive Papery, Inc.

Dear Sir or Madam:

I enclose herewith the following documents for the Corporation entitled, "Beach Drive Papery, Inc.": original and one (1) copy of the Articles of Incorporation, Certificate of registered Agent and our check in the amount of \$122.50 to be applied for the incorporation.

Please forward the certified copy of the Articles of Incorporation to the attention of the undersigned at the above address.

Thank you for your cooperation in this matter, I remain,

Very truly yours,


Rick G. Bannon

RGB/hlb
Enclosures

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TALLAHASSEE, FLORIDA

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T.M. - 8/8/97

ARTICLES OF INCORPORATION OF
BEACH DRIVE PAPERY, INC.

ARTICLE I - NAME

The name of this Corporation is BEACH DRIVE PAPERY, INC., a Florida Corporation.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this Corporation is 154 Beach Drive N.E., St. Petersburg, Pinellas County, Florida, 33701 and the name of the initial registered agent of this Corporation is Rick Bannon, Esq. whose address is 520 Fourth Street North, St. Petersburg, Florida, 33701.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) shares of capital stock. The Corporation is not authorized to issue additional classes of shares, preferred or special class series shares. Shareholders shall be granted full preemptive rights.

ARTICLE IV - INCORPORATOR

The name and address of the persons signing these Articles as the initial incorporators are:

Julie Bannon, 154 Beach Drive N.E., St. Petersburg, Florida, 33701.

Yun O. Stanton, 154 Beach Drive N.E., St. Petersburg, Florida, 33701.

ARTICLE V - MANAGEMENT OF THE CORPORATION

The Corporation shall be managed by its shareholders for such period of time that it has 35 or fewer shareholders. At such time

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as the Corporation exceeds the foregoing limitation, the corporation shall be managed by a Board of Directors as set forth in the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 4 day of Aug, 1997.

Julie L. Bannon
Julie Bannon
(Incorporator)
Yun O. Stanton
Yun O. Stanton
(Incorporator)

STATE OF FLORIDA)
) ss:
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 4th day of July, 1997 by JULIE BANNON, who is personally known to me or who has produced _____ as identification and who did take an oath.

NOTARY PUBLIC:



sign: Heather Baker
print: _____
State of Florida at Large
My Commission Expires:

STATE OF FLORIDA)
) ss:
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 4th day of July, 1997 by YUN O. STANTON, who is personally known to me or who has produced _____ as identification and who did take an oath.

NOTARY PUBLIC:



sign: Heather Baker
print: _____
State of Florida at Large
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 49.091, Florida Statutes, the
following is submitted in compliance with said act:

First, That BEACH DRIVE PAPERY, INC., a Florida
Corporation, desiring to organize or qualify under the laws of the
State of Florida, with its principal office, as indicated in the
Articles of Incorporation at City of St. Petersburg, County of
Pinellas, State of Florida, has named Rick Bannon, Esq. whose
address is 520 Fourth Street North, St. Petersburg, Pinellas
County, Florida, 33701 as its agent to accept service of process
within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

By: 

Rick Bannon, Esq.
Registered Agent

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