



ATTORNEYS AT LAW

SCOTT, ROYCE, HARRIS, BRYAN, BARRA & JORGENSEN, P.A.

P99000097278

November 7, 1997

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 10 PM 12:22

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

7000002342627-6  
-11/10/97-01077-003  
\*\*\*\*122.50 \*\*\*\*122.50

Re: BRIDGEHEAD GROUP /LIMITED, INC., File #36829

Dear Sir or Madam:

Enclosed herein you will find proposed Articles of Incorporation for BRIDGEHEAD GROUP LTD., INC., together with an extra copy for certification and return. Please file these Articles and return the certified copy to the undersigned by regular mail.

I am including a check in the amount of \$122.50 to cover the following expenses:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Fee	\$35.00

TOTAL: \$122.50

If you should have any questions, please feel free to contact me. Your cooperation in this matter is appreciated.

*Cindy Hartman* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Art. I  
DATE 11/14/97  
DOC. EXAM Donna A. Nadeau

Sincerely,

*Cindy T. Hartman*  
Cindy T. Hartman,  
Assistant to Donna A. Nadeau

K:\FILES\ DAN\36829\DOSLTR.frm

RICHARD K. BARRA • JOHN L. BRYAN, JR. • J. RICHARD HARRIS  
JOHN M. JORGENSEN • DONNA A. NADEAU • RAYMOND W. ROYCE  
ROBERT C. SCOTT (1925-1982) • KEVIN M. WAGNER • BRIAN K. WAXMAN

4400 PGA BOULEVARD, SUITE 800 • PALM BEACH GARDENS, FLORIDA 33410  
(561) 624-3900 • FAX (561) 634-3533 • EMAIL: scottroyce@ibm.net

D. BROWN NOV 14 1997

ARTICLES OF INCORPORATION

OF

BRIDGEHEAD GROUP LIMITED, INC.

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The undersigned hereby forms a Corporation under the following Charter of Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be BRIDGEHEAD GROUP LIMITED, INC.

ARTICLE II

The principal office and mailing address of the Corporation is 777 S. Flagler Drive, Phillips Point, Suite 909, West Palm Beach, FL 33401.

ARTICLE III

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States of America or the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue Five Hundred (500) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

The period of this Corporation's existence is perpetual.

ARTICLE VI

The street address of the initial Registered Office of this Corporation is 777 S. Flagler Drive, Phillips Point, Suite 909, West Palm Beach, FL 33401; and the initial Registered Agent of this Corporation at that address is JEPPE L. HANSEN.

ARTICLE VII

The number of Directors constituting this Corporation's initial Board of Directors is one (1), whose name and address is as follows:

JEPPE L. HANSEN  
777 S. Flagler Drive  
Phillips Point, Suite 909  
West Palm Beach, FL 33401

ARTICLE VIII

The name and address of the Incorporator is as follows:

JEPPE L. HANSEN  
777 S. Flagler Drive  
Phillips Point, Suite 909  
West Palm Beach, FL 33401


ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X

The Corporation shall indemnify its Officers, Directors and Authorized Agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereafter enacted.

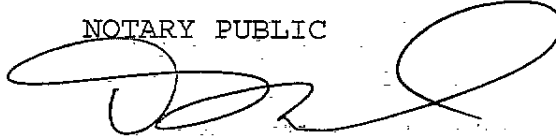
IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of BRIDGEHEAD GROUP LIMITED, INC., for the uses and purposes aforesaid this 6th day of November, 1997.

  
\_\_\_\_\_  
JEPPE L. HANSEN, Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 6th  
day of November, 1997, by JEPPE L. HANSEN.

NOTARY PUBLIC



(SEAL)



Donna A. Nadeau  
My Commission CC661903  
Expires August 2, 2001

Donna A. Nadeau

(Print Name)

My commission expires: \_\_\_\_\_

Commission No. \_\_\_\_\_

Personally Known \_\_\_\_\_ OR Produced Identification ✓  
Type of identification Produced Florida drivers license

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

\* \* \* \* \*

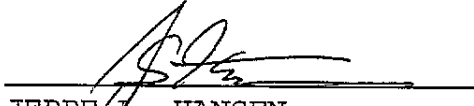
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that BRIDGEHEAD GROUP LIMITED, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 777 S. Flagler Drive, Phillips Point, Suite 909, West Palm Beach, FL 33401 County of Palm Beach, State of Florida, has named JEPPE L. HANSEN located at 777 S. Flagler Drive, Phillips Point, Suite 909, West Palm Beach, FL 33401, as its Agent to accept Service of Process within this state.

A C K N O W L E D G M E N T

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 provisions of said Act relative to keeping open said office.

DATED this 6 day of Nov, 1997.

  
JEPPE L. HANSEN,  
Registered Agent

RKB\10001\ARTICLES