

Basil J. Arend
6228 9th Ave No.
St. Petersburg, FL 33710

P97000097903

Honorable Sandra Morthran
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: PaBAC of Madeira Inc.

300002312563--3
-10/06/97-01104-005
***122.50 ***122.50

Dear Madam:

Enclosed please find the original and one copy of Articles of Incorporation, together with a check in the amount of \$122.50.

This represents the cost of the following:

Filing Fee	\$35.00
Certified Copy of Articles	52.50
Registered Agent Fee	35.00
Total	\$122.50

FILED
97 NOV 17 AM 7:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We would appreciate your filing the Articles, certifying them as articles of Incorporation and returning them to us.

Sincerely,

B. Arend

Enclosure

CONF# - A970000000104
W97-22908
TM-10/17/97

I corrected art. 1 - NO
pk#



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 7, 1997

BASIL J. AREND
6228 9TH AVE N
ST PETERSBURG, FL 33710

SUBJECT: PABAC, INC.
Ref. Number: W97000022908

We have received your document for PABAC, 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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of 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 (850) 487-6926.

Tracy Meyer
Document Specialist

Letter Number: 697A00049167

ARTICLES OF INCORPORATION

BPA

PaBaC, ^{of} ~~Inc.~~ of Madeira Inc.
(name of corporation)

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

ARTICLE I - CORPORATE NAME

The name of the corporation is:

PaBaC, of Madeira Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One-Thousand shares (1000) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	PaBaC, Inc. <u>of Madeira Inc.</u> BPA		
ADDRESS	6228 9th Avenue North		
CITY	St. Petersburg	FLORIDA	ZIP 33710

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	Basil J. Arend		
ADDRESS	6228 9th Avenue North		
CITY	St. Petersburg	FLORIDA	ZIP 33710

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

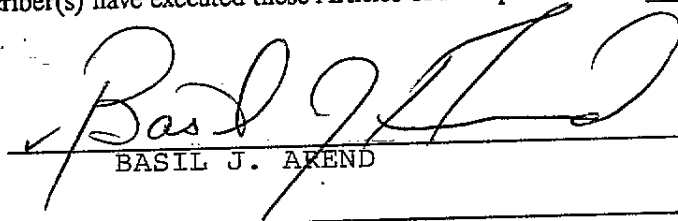
NAME	Basil J. Arend		
ADDRESS	6228 9th Avenue North		
CITY	St. Petersburg	STATE Florida	ZIP 33710
NAME	Charles E. Arend		
ADDRESS	10530 5th Avenue North		
CITY	St. Petersburg	STATE Florida	ZIP 33708
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Basil J. Arend		
ADDRESS	6228 9th Avenue North		
CITY	St. Petersburg	STATE	Florida ZIP 33710
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 30th day of September, 1997.


 BASIL J. AREND (Seal)
 _____ (Seal)
 _____ (Seal)

STATE OF FLORIDA)
 COUNTY OF Pinellas) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

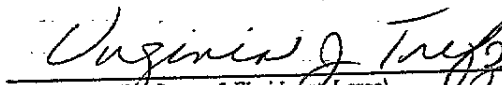
Basil J. Arend

DR Lic # A 653 070-45381

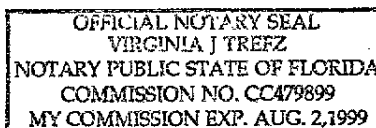
known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 30 day of SEPTEMBER 1997.

(Notary Seal)


 (Notary Public, State of Florida at Large)

My Commission expires:



OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

PaBaC, Inc. of Madeira Inc.
(name of corporation) *BJA*

Pursuant to Florida Statutes Sections 48.091 and 607.0501, 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 6228 9th Avenue North
St. Petersburg, Florida 33710

has named Basil J. Arend

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

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

Basil J. Arend
(registered agent)
Basil J. Arend

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 NOV 17 AM 7:50

FILED