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1997

Florida Division of Corporations
P.O. box 6327
Tallahassee, Florida 32314

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-12/03/97--01020--009
****122.50 ****122.50

Gentlemen:

For the purpose of forming a domestic Florida corporation named **BURCH & PARTNERS, INC.**, enclosed please find Articles of Incorporation and check in the amount of \$122.50 covering the following fees:

Filing Fee	\$35.00
Registered Agent	\$35.00
Certified Copy	\$52.20

If there any questions regarding the above please contact me at (813) 367-4828.

Thank you.

Sincerely,

Alex S. Danilov
Incorporator



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97 DEC -3 AM 7:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEY DEC 5 1997

VP Link

**ARTICLES OF INCORPORATION
OF
BURCH & PARTNERS, INC.**

THE UNDERSIGNED INCORPORATOR HEREBY FORMS A CORPORATION UNDER CHAPTER 607 OF THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME

THE NAME OF THE CORPORATION SHALL BE:

BURCH & PARTNERS, INC.

THE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION SHALL BE 12465 2ND STREET EAST, TREASURE ISLAND, FLORIDA 33706, AND THE MAILING ADDRESS OF THE CORPORATION SHALL BE P.O. BOX 41601, ST. PETERSBURG, FLORIDA 33743

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.

ARTICLE III. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 50,000,000 SHARES OF COMMON STOCK HAVING \$.001 PER SHARE.

ARTICLE IV. REGISTERED AGENT

THE STREET ADDRESS OF THE INITIAL OFFICE OF THE CORPORATION SHALL BE 12465 2ND STREET EAST, UNIT B105, TREASURE ISLAND, FL, 33706 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THE CORPORATION TO RECEIVE SERVICE OF PROCESS IS ALEX S. DANILOV.

ARTICLE V. TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI. DIRECTORS

ALL CORPORATE POWER SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND BUSINESS AND AFFAIRS OF THE CORPORATION MANAGED UNDER THE DIRECTION OF ITS BOARD OF DIRECTORS, SUBJECT TO ANY LIMITATIONS SET FORTH IN THESE ARTICLES OF INCORPORATION. THIS CORPORATION SHALL HAVE TWO DIRECTORS, INITIALLY. THE NAMES AND ADDRESSES OF THE INITIAL BOARD OF DIRECTORS ARE:

ILYA BOLSHAKOV
DIRECTOR

12465 2ND STREET EAST, UNIT B105,
TREASURE ISLAND, FL, 33706

ALEX S. DANILOV
DIRECTOR

SAME

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII. OFFICERS

THE NAME AND ADDRESSES OF THE INITIAL OFFICERS OF THE CORPORATION WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE CORPORATION, OR UNTIL THEIR SUCCESSORS ARE ELECTED OR APPOINTED ARE:

ILYA BOLSHAKOV
PRESIDENT

12465 2ND STREET EAST, UNIT B105,
TREASURE ISLAND, FL, 33706

ALEX S. DANILOV
V. PRESIDENT

SAME

ARTICLE VIII. SPECIAL PROVISION

THIS CORPORATION SHALL BE ORGANIZED TO COMPLY WITH THE PROVISIONS OF SUBCHAPTER S OF THE INTERNAL REVENUE CODE, 26 U.S.C. 1361 ET. SEG., AND SHALL TAKE ALL ACTIONS NECESSARY TO OBTAIN AND MAINTAIN STATUS AS AN S CORPORATION AS DEFINED THEREIN.

ARTICLE IX. INCORPORATOR

THE NAME AND ADDRESS OF INCORPORATOR IS ALEX S. DANILOV, 12465 2ND STREET EAST, UNIT B105, TREASURE ISLAND, FL, 33706.



DATED: 11/19, 1997

ALEX S. DANILOV

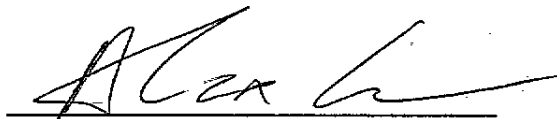
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICES OF PROCESS WITHIN THE STATE, NAMING THE AGENT UPON WHOM
PROCESS MAY BE SERVICED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in
compliance with said Act:

That is **BURCH & PARTNERS, INC.**, desiring to organize under the laws of
Florida, with its principal office, as indicated in the Articles of Incorporation at
12465 2nd STREET EAST, UNIT B105, TREASURE ISLAND, FL, 33706,
COUNTY OF PINELLAS, has named Alex S. Danilov its agent to accept service
of process within the State.

ACKNOWLEDGMENT

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



Alex S. Danilov
REGISTERED AGENT



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91 DEC -3 AM 7:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY, that this day, before me, a Notary Public duly authorized to take acknowledgements, personally appeared Alex S. Danilov to me known to be the person described in and who executed the foregoing Articles of Incorporation of **BURCH & PARTNERS, INC.** acknowledged before me that he subscribed to the Articles of Incorporation.

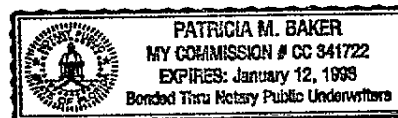
Witness my hand and official seal in the county and state named above, this 19 day of november, 1997

Notary Public, State of Florida

at Large

Patricia M. Baker

My Commission Expires: Jan 12, 1998



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