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NEWMAN & ASSOCIATES P.A., CPAs
707 E. Colonial Dr.
ORLANDO, FL 32803-4663

City/State/Zip Phone #

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	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

FILED
97 DEC 15 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BAY CITY FUNDING GROUP, INC.

FILED
97 DEC 15 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I – Name

The name of this corporation is BAY CITY FUNDING GROUP, INC.

Article II – Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article III – Capital Stock

This corporation is authorized to issue 5000 shares of no par value common stock.

Article IV – Initial Registered Office and Agent

The initial mailing address, principal office and registered office of this corporation is 802 E. Colonial Drive, Orlando, FL 32803 and the name of the initial registered agent of this corporation at that address is JOHN E. BELL IV.

Article V – Initial Board of Directors

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and address of the initial directors of this corporation are:

JOHN E. BELL IV
423 Turkey Run
Winter Park, FL 32789

JOHN E. BELL III
1121 Glengarry Circle
Maitland, FL 32751

LAURA B. MEAD
18 Minnehaha Cr.
Maitland, FL 32751

Article VI - Incorporator

The name and address of the person signing these Articles of Incorporation is:

JOHN E. BELL IV
423 Turkey Run
Winter Park, FL 32789

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 11 day of December, 1997.

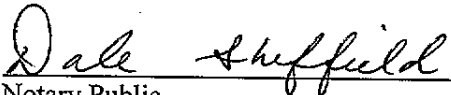


JOHN E. BELL IV

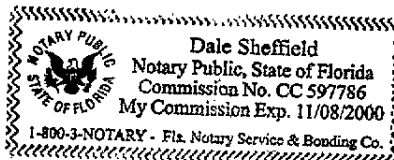
STATE OF Florida
COUNTY OF Orange

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared JOHN E. BELL IV, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 11 of December, 1997.



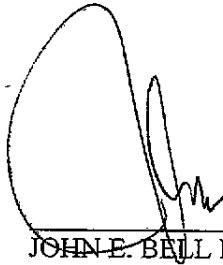
Notary Public
My Commission Expires:



CERTIFICATE OF 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 48.091, Florida Statutes, the following is submitted in compliance with said Act: First – That BAY CITY FUNDING GROUP, INC., desiring to organize under the laws of the State of Florida with its principal office, as located at 802 E. Colonial Drive, County of Orange, State of Florida, has named JOHN E. BELL IV, located at 802 E. Colonial Drive, Orlando, FL 32803 as its agent to accept service of process within this State.

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 relating to keeping open said office.



JOHN E. BELL IV

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA