

P980000 32972

GLENN RASMUSSEN & FOGARTY

ATTORNEYS AT LAW

100 South Ashley Drive, Suite 1300  
P.O. Box 3333 Tampa, Florida 33601-3333  
(813) 229-3333 Fax (813) 229-5946

April 6, 1998

Corporate Records Bureau  
Division of Corporations  
Florida Department of State  
409 E. Gaines Street  
Tallahassee, FL 32399

500002484105-3  
-04/09/98-01069-001  
\*\*\*122.50 \*\*\*122.50

Re: Best Friends, Inc.

Gentlemen:

Enclosed are the following items pertaining to the incorporation of Best Friends,  
Inc.:

1. The original and one copy of Articles of Incorporation;
2. Acceptance of Registered Agent; and
3. Our check payable to you for the following charges:

Filing fee	\$ 35.00
Certified copy	52.50
Filing Registered	
Agent's certificate	<u>35.00</u>
TOTAL	\$122.50

FILED  
98 APR -9 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please approve and file the original Articles of Incorporation, certify the copy of them, and return the certified copy to us.

Very truly yours,

GLENN RASMUSSEN & FOGARTY, P.A.

*Robert C. Rasmussen*  
Robert C. Rasmussen

RCR/ad  
Enclosures

1866-001^C Ltr. Fla. Dept. of State (Best Friends)

9N 4-10-98

**ARTICLES OF INCORPORATION  
OF  
BEST FRIENDS, INC.**

FILED  
98 APR -9 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of **BEST FRIENDS, INC.** under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is: Best Friends, Inc.

**ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal business office and mailing address of the corporation is 3231 Parkland Boulevard, Tampa, Florida 33609.

**ARTICLE III. INITIAL BOARD OF DIRECTORS**

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Bradford C. Burgess	3231 Parkland Boulevard Tampa, FL 33609
Claudia J. Burgess	3231 Parkland Boulevard Tampa, FL 33609

**ARTICLE IV. CAPITAL STOCK**

The number of shares of capital stock that the corporation is authorized to issue is 10,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 3231 Parkland Boulevard, Tampa, Florida 33609, and the name of the corporation's initial registered agent at that address is Bradford C. Burgess.

## **ARTICLE VI. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence at the time and on the date these Articles of Incorporation are filed with the Florida Department of State.

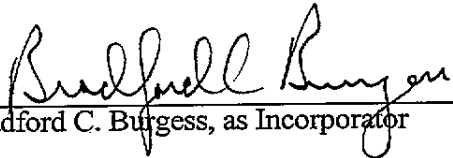
## **ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator are:

Bradford C. Burgess  
3231 Parkland Boulevard  
Tampa, FL 33609

The incorporator assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as incorporator to acquire any of the capital stock of this corporation. This assignment is effective on the date corporate existence begins.

**EXECUTED:** April 6, 1998

  
\_\_\_\_\_  
Bradford C. Burgess, as Incorporator

**BEST FRIENDS, INC.**

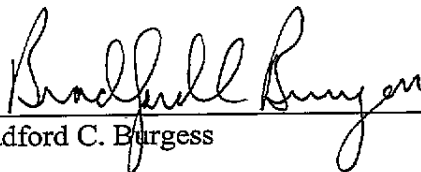
**ACCEPTANCE OF REGISTERED AGENT**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Best Friends, Inc., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 3231 Parkland Boulevard, Tampa, Florida 33609, has named Bradford C. Burgess as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Best Friends, Inc., at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relatives to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

DATE: April 6, 1998.

  
\_\_\_\_\_  
Bradford C. Burgess

1866-001^B Accept. Of Reg. Agnt. (Best Friends)

**FILED**  
98 APR -9 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA