

*Robert A. Rosenberg*

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2641 MCCORMICK DRIVE, SUITE 103  
CLEARWATER, FLORIDA 33759

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**P 980000 44842**

TRANSMITTAL LETTER

May 13, 1998

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

900002525083-C  
-05/15/98-01037-004  
\*\*\*122.50 \*\*\*122.50

SUBJECT: Basswood Concepts, Inc.

Enclosed please find an original and one (1) copy of the Articles of Incorporation, for the above corporation and check in the amount of \$ 122.50.

FROM: ROBERT A. ROSENBERG, ESQUIRE

2641 MCCORMICK DRIVE, SUITE 103

CLEARWATER, FLORIDA 33759

( 813 ) 725-4320  
Telephone Number

FILED

38 MAY 15 AM 9:33

SECRETARY OF STATE  
ALLAHASSEE, FLORIDA

PLEASE SEND CERTIFIED COPY TO:

*2792*  
ROBERT A. ROSENBERG, ESQUIRE  
2641 MCCORMICK DRIVE, SUITE 103  
CLEARWATER, FLORIDA 33759  
*898*

ARTICLES OF INCORPORATION

OF

Basswood Concepts, Inc.

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporations Act, <sup>hereby</sup> adopts the following Articles of Incorporation.

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98 MAY 15 AM 9:33  
RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Basswood Concepts, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1427 Basswood Drive  
Holiday, Florida 34690

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

5,000 SHARES AT NO PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Darra Curtner  
1427 Basswood Drive  
Holiday, Florida 34690

ARTICLE V INCORPORATOR(S)

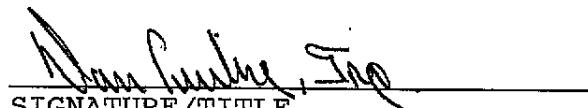
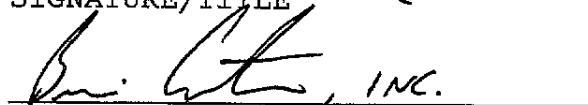
The names and street address of the incorporator to these Articles of Incorporation are:

Brian Curtner  
Darra Curtner  
1427 Basswood Drive  
Holiday, Florida 34690

ARTICLE VI LOANS TO AND FROM CORPORATION

The Corporation shall be entitled to borrow from and/or loan money to its shareholders.

The undersigned has executed these Articles of Incorporation this 13th day of May, 1998.

  
\_\_\_\_\_  
SIGNATURE/TITLE  
  
\_\_\_\_\_  
SIGNATURE/TITLE

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of corporation is:

Basswood Concepts, Inc.

2. The name and address of the registered agent and office is:

Darra Curtner  
1427 Basswood Drive  
Holiday, Florida 34690

Daarra Curtner, Inc.  
SIGNATURE

Registered Agent  
TITLE

May 13, 1998  
DATE

98 MAY 15 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE May 13, 1998