

798000086135

TAMPA BAY BUSINESS SERVICES, INC.
801 WEST BAY DRIVE, SUITE 200
LARGO, FLORIDA 33770
TELEPHONE (727) 585-3629 FAX (727) 501-1112

October 1, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-10/05/98--01140--006
*****78.75 *****78.75

RE: Incorporation of Tampa Bay Business Services, Inc. CC

Dear Sir:

Enclosed you will find one original and one copy of the Articles of Incorporation for Tampa Bay Business Services, Inc. together with a check for \$78.75.

The return address for the corporation is:

Tampa Bay Business Services, Inc.
801 West Bay Drive, Suite 200
Largo, Florida 33770

If you should have any questions, please feel free to contact me.

Very truly yours,



Jack E. Radosevich
Tampa Bay Business Services, Inc.
(727) 585-3629

FILED
98 OCT -5 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jack GAVE
AUTHORIZATION BY PHONE TO
CORRECT Principal office
DATE 10-8-98
DOC. EXAM BR

ARTICLES OF INCORPORATION
OF

TAMPA BAY BUSINESS SERVICES, INC.

FILED
98 OCT -5 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby associates himself together to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is:

Tampa Bay Business Services, Inc.

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be not less than the sum of \$100.00.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the registered office of this corporation in the State of Florida is Jack E. Radosevich, 801 West Bay Drive, Suite 200, Largo, Florida 33770.

ARTICLE VII

DIRECTOR

This corporation shall have one director, initially. The number of directors may be increased or diminished from time to time, by the By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTOR

The name and street address of the initial member of the first Board of Directors is Jack E. Radosevich, 801 West Bay Drive, Suite 200, Largo, Florida 33770.

ARTICLE IX

SUBSCRIBER

The name and street address of the subscriber of these Articles of Incorporation is Jack E. Radosevich, 801 West Bay Drive, Suite 200, Largo, Florida 33770.

ARTICLE X

INDEMNITY OF DIRECTORS AND OFFICERS

Any person made a party to any action, suite or proceeding by reason of the fact that he, his Testator, or intestate, is or was a director, officer or employee of the corporation, or any corporation which he served as such at the request of the corporation shall be indemnified by the corporation against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suite or proceeding that such officer, director or employee is liable for negligence or misconduct in the performance of his duties.

The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any officer or director or employee may be entitled apart from the provisions of this section.

A director shall not be liable for dividends illegally declared, distributions illegally made to shareholders, or any other action taken in reliance and good faith upon financial statements of the corporation represented to him to be correct by an officer of the corporation or certified by an independent accountant to clearly reflect the financial condition of the corporation; nor shall he be liable if in good faith in determining the amount available for dividends or distribution he considers the assets to be of ample value.

ARTICLE XI

BY-LAWS OR STOCKHOLDERS AGREEMENT

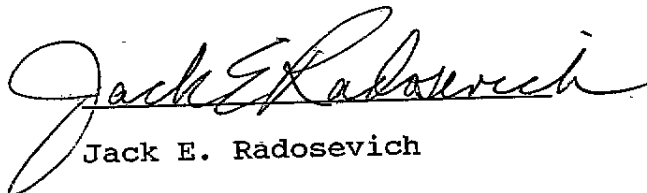
By stockholders agreement or By-Laws, the corporation may restrict the transfer or encumbrance of any and all of its stock, including, but no limited to, provisions for the transfer of the stock owned by retiring, disabled or deceased stockholder, or any stockholder required to sever financial interest in the corporation. The stockholders of this corporation shall have the sole power to adopt, amend or repeal By-Laws for the management of this corporation.

ARTICLE XII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote therein, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

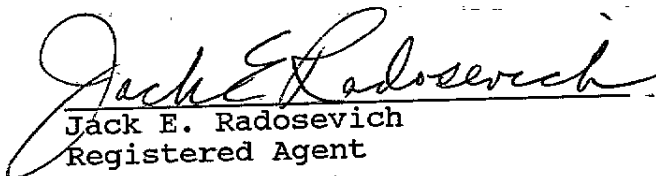
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.


Jack E. Radosevich

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office.

The principal office and the registered office are the same.


Jack E. Radosevich
Registered Agent

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98 OCT -5 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA