

ATTORNEY AT LAW

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November 23, 1998

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Southeast Security, Inc.
3841-A Killearn Ct.
Tallahassee, Florida 32308

VIA UPS OVERNIGHT MAIL

ATTENTION: Bette Bowden

Re: B & B Enterprises of Fort Walton Beach, Inc.


Dear Bette:

Pursuant to my legal assistant's conversation with you this morning, enclosed herewith please find the Articles of Incorporation for B & B Enterprises of Fort Walton Beach, Inc. which need to be walked through the Secretary of State's Office. Also enclosed is my client's check made payable to the Secretary of State in the amount of \$70.00 representing the filing fee for the Articles of Incorporation.

As you have done in the past, please fax me a copy of the confirmation letter prepared by the Secretary of State upon receipt and mail the original to me via regular mail along with your statement for services rendered.

Thank you very much for your assistance in this regard. Should you have any questions, please do not hesitate to contact me.

Sincerely,



KATHLEEN REYNOLDS

KR/nc
enclosures: as stated

98 NOV 24 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

7. SMITH NOV 24 1998

RECEIVED
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DIVISION OF INCORPORATION

ARTICLES OF INCORPORATION

OF

B & B ENTERPRISES OF
FORT WALTON BEACH, INC.

FILED
98 NOV 24 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is B & B Enterprises of Fort Walton Beach, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

3021 Tiffany Lane
Navarre, Florida 32566

The mailing address of this corporation shall be:

3021 Tiffany Lane
Navarre, Florida 32566

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is:

Larry Banks
3021 Tiffany Lane
Navarre, Florida 32566

ARTICLE VI - INCORPORATORS

The name and address of the person signing these articles is:

Larry Banks
3021 Tiffany Lane
Navarre, Florida 32566

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE VIII - ACTION WITHOUT A MEETING

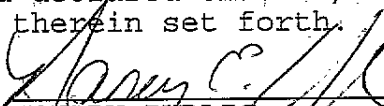
The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 23 day of November, 1998.


LARRY BANKS, INCORPORATOR

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this ____ day of _____, 1998 by _____, who is personally known to me or who has produced DL B520-572496 as identification and acknowledged and declared that he/she executed the same for the uses and purposes therein set forth.


NOTARY PUBLIC
My Commission Expires: _____

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is: B & B Enterprises of Fort Walton Beach, Inc.

2. The name and address of the registered agent is Larry Banks, 3021 Tiffany Lane, Navarre, Florida 32566. The address of the principal office is 3021 Tiffany Lane, Navarre, Florida 32566.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

DATED this 23rd day of November, 1998.

Larry Banks
LARRY BANKS
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED