

P99000000011

(LETTER OF TRANSMITTAL)

Date 10-2-98

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

000002725990--2
-12/30/98-01035-022
122.50 **78.75

Re: BEARS CUSTOM INTERIORS, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fees for Registered Agent Designation for the above named corporation.

Very truly yours,

✓ Debra Denham
(individual's name)
DEBRA DENHAM

BEARS CUSTOM INTERIORS, INC.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
11941 - 144th. ST. N. #A		
LARGO, FL. 33774		
PHONE		
(727)	593-8138	
Area Code	Number	Ext.

ARTICLES OF INCORPORATION

of

BEARS CUSTOM INTERIORS, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

BEARS CUSTOM INTERIORS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	BEARS CUSTOM INTERIORS, INC.		
ADDRESS	11941 - 144th. ST. N. #A		
CITY	LARGO,	FLORIDA	ZIP 33774

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	DEBRA DENHAM		
ADDRESS	11941 - 144th. ST. N. #A		
CITY	LARGO,	FLORIDA	ZIP 33774

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have THREE (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	DEBRA DENHAM		
ADDRESS	11941 - 144th. ST. N. #A		
CITY	LARGO,	STATE FLORIDA	ZIP 33774
NAME	CHRISTOPHER DENHAM		
ADDRESS	11941 - 144th. ST. N. #A		
CITY	LARGO,	STATE FLORIDA	ZIP 33774
NAME	ROBERT L. TITUS JR.		
ADDRESS	11941 - 144th. ST. N. #A		
CITY	LARGO,	STATE FLORIDA	ZIP 33774

FILED
98 DEC 30 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	DEBRA DENHAM		
ADDRESS	11941 - 144th. ST. N. #A		
CITY	LARGO,	STATE	FLORIDA ZIP 33774
NAME	CHRISTOPHER DENHAM		
ADDRESS	11941 - 144th. ST. N. #A		
CITY	LARGO,	STATE	FLORIDA ZIP 33774
NAME	ROBERT L. TITUS JR.		
ADDRESS	11941 - 144th. ST. N. #A		
CITY	LARGO,	STATE	FLORIDA ZIP 33774

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of OCTOBER, 1998.

✓ Debra Denham (Seal)
 DEBRA DENHAM
 ✓ Christopher L. Denham (Seal)
 CHRISTOPHER DENHAM
 ✓ Robert L. Titus Jr. (Seal)
 ROBERT L. TITUS JR.

STATE OF FLORIDA)
) SS
 COUNTY OF PINELLAS)

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

DEBRA DENHAM, CHRISTOPHER DENHAM AND ROBERT L. TITUS JR.

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that THEY executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this _____ day of OCTOBER, 1998.

(Notary Seal)

Pollie Carmadella
 (Notary Public, State of Florida at Large)

My Commission expires:



POLLIE CARMADILLA
 MY COMMISSION # CC435814 EXPIRES
 January 29, 1999
 BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

BEARS CUSTOM INTERIORS, INC.
(name of corporation)

FILED
98 DEC 30 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 11941 - 144th. ST. N. #A

LARGO, FL. 33774

has named DEBRA DENHAM

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

✓ Debra Denham
(registered agent)

DEBRA DENHAM