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January 04, 1999

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

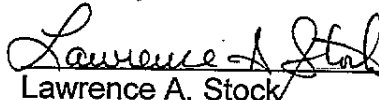
Re: BAY AREA HOME RESOURCES, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Bay Area Home Resources, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Lawrence A. Stock
11824 Lancashire Drive, Tampa, FL 33626

813 -245-5202

FILED
99 JAN -8 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CP
1-11-99
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 11, 1998

BIZCORP. INTERNATIONAL INC.
ATT; STEVE
292 S. COUNTY RD., #500
PALM BEACH, FL 33480

SUBJECT: GOLDTIMES, INC.
Ref. Number: W98000018251

We have received your document for GOLDTIMES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

I never received a return call on a new name.,

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 198A00041776

**ARTICLES OF INCORPORATION
OF
BAY AREA HOME RESOURCES, INC.**

ARTICLE I

The name of the Corporation is Bay Area Home Resources, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 11824 Lancashire Drive, Tampa, FL 33626.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,200 shares of common stock with no par value.

ARTICLE IV

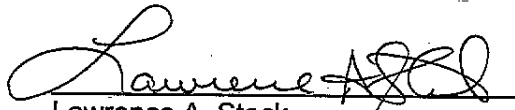
The address of the initial registered office of the Corporation is 11824 Lancashire Drive, Tampa, Florida 33626, and the name of the Corporation's initial registered agent for service of process at such address is Lawrence A. Stock.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Lawrence A. Stock, 11824 Lancashire Drive, Tampa, FL 33626.

IN WITNESS WHEREOF, I have hereunto set my hand this 4th day of

JANUARY, 1999.


Lawrence A. Stock
11824 Lancashire Drive, Tampa, FL 33626

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99 JAN - 8 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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 the corporation is: Bay Area Home Resources, Inc.
2. The name of the registered agent and office is:

Lawrence A. Stock
11824 Lancashire Drive, Tampa, Florida 33626

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

Lawrence A. Stock
1/4/99

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99 JAN -8 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA