

Gerald Leon Bell
303 Riunite Circle
Winter Springs, FL 32708-3332

January 15, 1999

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Department of State
Corporate Records Division
P.O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
1-15-99

FILED
99 JAN 25 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Department of State:

Enclosed please find two original copies of the Articles of Incorporation for BE
FLORIDA PROFESSIONAL SERVICES, INC. along with a check payable to State of Florida
Department of Corporations in the amount of \$87.50 for filing fees. Please file the enclosed
articles, and mail the certified copy to:

Gerald L. Bell
303 Riunite Circle
Winter Springs, FL 32708-3332

9000002753303--1
-01/25/99--01085--004
*****87.50 *****87.50

If you have any questions or need further instructions, please give me a call at (407) 699-
5349.

Sincerely,

Gerald L. Bell
Gerald L. Bell

Enclosures

F. CHESSEN JAN 28 1999

Telephone 407-699-5349

Voice/page 407-643-9849

Fax 407-699-9282

ARTICLES OF INCORPORATION

OF

BELL FLORIDA PROFESSIONAL SERVICES, INC.

EFFECTIVE DATE
1-15-99

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME: The name of the corporation is BELL FLORIDA PROFESSIONAL SERVICES, INC.

ARTICLE II. PURPOSE: This corporation is organized for the purpose of the transaction of any lawful business for which corporations may be incorporated under the laws of the United States and the State of Florida.

ARTICLE III. EFFECTIVE DATE: The effective date of this Corporation is January 15, 1999.

ARTICLE IV. DURATION: The corporation is to exist perpetually.

ARTICLE V. CAPITAL STOCKS: This corporation is authorized to issue ONE THOUSAND (1,000) SHARES of the common stock of a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE VI. PRINCIPAL PLACE OF BUSINESS OF CORPORATION: The street address of the principal place of business is 303 Riunite Circle, Winter Springs, Florida 32708-3332.

ARTICLE VII. MAILING ADDRESS OF CORPORATION: The mailing address of the corporation is 303 Riunite Circle, Winter Springs, Florida 32708-3332.

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT: The name and address of the registered agent are as follows:

GERALD L. BELL
303 RIUNITE CIRCLE
WINTER SPRINGS, FL 32708-3332

ARTICLE IX. INITIAL BOARD OF DIRECTORS: This corporation shall have one (1) director initially. The number of directors may either be increased or decreased from time to time by an amendment of the by-laws, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

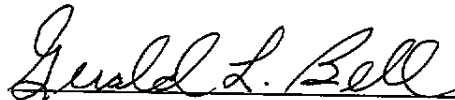
GERALD L. BELL
303 RIUNITE CIRCLE
WINTER SPRINGS, FL 32708-3332

ARTICLE X. INCORPORATORS: The name and address of the incorporator signing these Articles of Incorporation are:

GERALD L. BELL
303 RIUNITE CIRCLE
WINTER SPRINGS, FL 32708-3332

ARTICLE XI. AMENDMENTS: This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation this 15th day of January 1999.

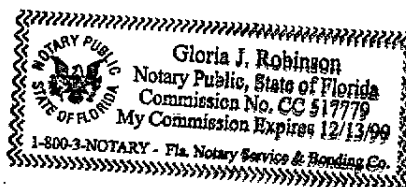

GERALD L. BELL

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME the undersigned authority, personally GERALD L. BELL who acknowledged before me that he executed the foregoing Articles of Incorporation.

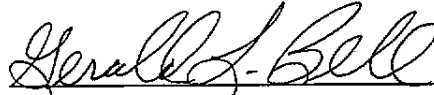
WITNESS my hand and official seal this 15th day of January 1999.


NAME
Notary Public, State of Florida



CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process of
BELL FLORIDA PROFESSIONAL SERVICES, INC., I hereby accept and agree to act
in this capacity.


GERALD L. BELL

FILED

99 JAN 25 AM 9:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA