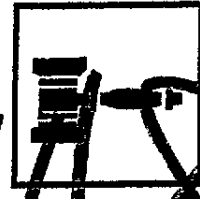


# DOCUMENT TYPING SERVICE

2715 N. Cocoa Boulevard (U.S. 1)

Cocoa, Florida 32922

(407) 633-9353



January 27, 1999

Department of State  
Division of Corporations  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, Florida 32301

8000002760378--

-02/01/99--01108--001

10000000.00

Re: BADBEARS ENTERPRISES INC.

Use Only

Gentleman/Madam:

Enclosed is an original and one copy of Articles of Incorporation for the above named Corporation. In addition, a check in the sum of \$ 78.75 which represents the following:

filing fee and certificate

Please file the original of the enclosed Articles of Incorporation and return the necessary paperwork to the undersigned.

Yours very truly,

*Connie L. Embury*  
Connie L. Embury

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

99 FEB - 1 AM 8:33

FILED

FEB 3 1999

ARTICLES OF INCORPORATION  
OF  
BADBEARS ENTERPRISES INC.

FILED  
99 FEB -1 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, INCORPORATORS, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be BADBEARS ENTERPRISES INC.  
The principal place of business of this corporation shall be:  
414 Highpoint Drive, Cocoa, Florida 32926.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:  
One thousand (1000) shares at no par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, are:

CURT G. CAMP JR.  
20 Little John Lane  
Rockledge, Florida 32955

DAVID O. WATSON  
6800 Ackerman Avenue  
Pt. St. John, Florida 32927

ARTICLE VI INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

CURT G. CAMP JR.  
20 Little John Lane  
Rockledge, Florida 32955

DAVID O. WATSON  
6800 Ackerman Avenue  
Pt. St. John, Florida 32927

IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of Incorporation this \_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

  
CURT G. CAMP JR.  
Incorporator

  
DAVID O. WATSON  
Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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.

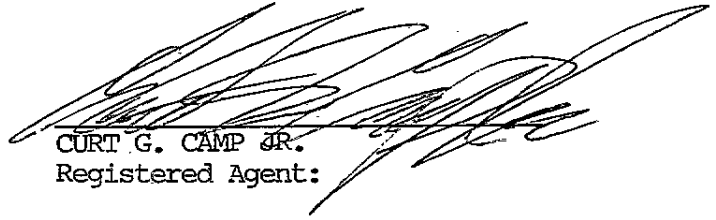
1. The name of the corporation: BADBEARS ENTERPRISES INC.
2. The name and address of the registered agent and office is:  
CURT G. CAMP JR., 414 Highpoint Drive, Cocoa, Florida 32926.

  
CURT G. CAMP JR.

Title: \_\_\_\_\_

Date: \_\_\_\_\_

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION. AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.



CURT G. CAMP JR.  
Registered Agent:

Date: \_\_\_\_\_

**FILED**  
99 FEB -1 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA