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*****78.75 *****78.75

April 12, 1999

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

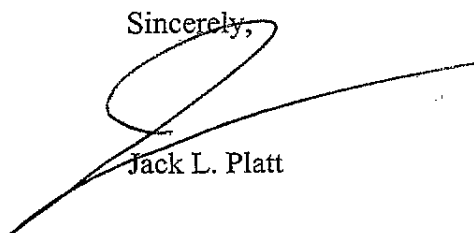
RE: BSA SHARKS, INC.

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation of **BSA SHARKS, INC.** for filing. Also enclosed is my check in the amount of \$78.75 to cover the cost of the filing fees.

Kindly confirm receipt of the filing of the Articles of Incorporation by enclosing the stamped copy in the self-addressed stamped envelope provided for your convenience. Your cooperation and assistance in this matter is greatly appreciated.

Sincerely,


Jack L. Platt

JLP/bsw
Enclosures: As stated.

FILED
99 APR 19 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER APR 21 1999

ARTICLES OF INCORPORATION

OF

BSA SHARKS, INC.

FILED
99 APR 19 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be:

BSA SHARKS, INC.

The principal place of business of this corporation shall be 2760 Beran Lane, Malabar, Florida 32950.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 520 N. Harbor City Boulevard, Melbourne, Florida 32935, and the name of the initial registered agent of the corporation at that address is Jack L. Platt.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as an S corporation.

ARTICLE VIII. DIRECTORS

This corporation shall have two directors, initially. The name and street address of the initial directors are:

Laurie Russell and Pam McCarter
2760 Beran Lane
Malabar, FL 32950

ARTICLE IX. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporate life, or until his/her successors are selected or appointed are:

Laurie Russell
(President)
2760 Beran Lane
Malabar, FL 32950

Pam McCarter
(Secretary)
2760 Beran Lane
Malabar, FL 32950

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Laurie Russell
2760 Beran Lane
Malabar, FL 32950

IN WITNESS WHEREOF, the undersigned authorized agent has hereunto set her hand and seal and produced Florida Driver's License as identification, on this 9th day of April, 1999.

Laurie Russell
Laurie Russell

STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing instrument was acknowledged before me, a Notary Public, on this 9th day of April, 1999.

Beth S. Waddell

NOTARY PUBLIC

MY COMMISSION EXPIRES:

Beth S. Waddell

NOTARY (PRINT NAME)



BETH S. WADDELL

MY COMMISSION # CC458107 EXPIRES

June 25, 1999

BONDED THRU TROY FAIN INSURANCE, INC

AGREEMENT TO ACCEPT SERVICE

Having been named to accept service of process for the
aforementioned corporation, at the places 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.

DATED: 4/9/99

Jack L. Platt, Esquire

STATE OF FLORIDA

COUNTY OF BREVARD

Before me, personally appeared Jack L. Platt, personally known
to me or produced _____ as
identification, on this 9th day of April, 1999.

Beth S. Waddell
NOTARY PUBLIC
MY COMMISSION EXPIRES:

Beth S. Waddell
NOTARY (PRINT NAME)



BETH S. WADDELL
MY COMMISSION # CC458107 EXPIRES
June 25, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
99 APR 19 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA