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OF
MEYER & WATTS

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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June 28, 1999

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

Enclosed are two sets of Articles of Incorporation for BESCO CONSULTANTS, INC. Also enclosed is a check for \$122.50 which includes filing fees, registered agent designation and a certified copy of the articles. Please file as soon as possible. Thank you.

Sincerely yours,

Cynthia Cox
Cynthia Cox
Legal Assistant

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CLERK OF COURT
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BESCO CONSULTANTS, INC.

Article I - Name

The name of the corporation is BESCO CONSULTANTS, INC., and the principal office and mailing address is 614 Grand Central, Clearwater, Florida, 33756.

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the following purposes:
the general purpose for which this corporation shall be organized shall include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

Article IV - Capital Stock

This corporation is authorized to issue 500 shares of common stock, having a par value of \$1.00 per share.

The stock as aforesaid shall be paid for in lawful money of the United States, or in property, labor or services at a just valuation to be fixed by the incorporators, or by the Board of Directors at a meeting to be called for that special purpose.

All voting power of this corporation shall be vested in the common stock above designated.

Article V - 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 VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 614 Grand Central, Clearwater, Fl, and the name of the initial registered agent of this corporation at that address is PAUL BESSETTE.

Article VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is/are:

PAUL BESSETTE 614 Grand Central, Clearwater, Florida 33756

Article VII - Incorporator

The name and address of the person signing these Articles is:

PAUL BESSETTE

Article IX - Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28 day of JUNE, 1999.


PAUL BESSETTE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, 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.

Paul Besette
PAUL BESSETTE, Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared PAUL BESSETTE, who is personally known to me or who produced _____ as identification and who is known to me to be the person who executed the foregoing Articles of Incorporation; and acknowledged before me that he executed those Articles of Incorporation.

WITNESS my hand and official seal this _____ day of _____,
1999.

My commission expires:

Notary Public

SECRETARY
TALLAHASSEE, FLORIDA

1999 JUL -1 AM 11: 23

FILED