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WILLIAM P. GREGORY, P.A.

Attorney at Law

September 28, 1999

99 SEP 29 PM 1:35
15 SWANN AVENUE
TAMPA, FLORIDA 33606
TELEPHONE (813) 251-8631
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary Of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation - B.T. 1016, INC.

500003000485--2
-09/29/99-01060-015
****122.50 *****78.75

Dear Maam or Sir:

Please find one (1) original and one (1) copy of Articles of Incorporation for the abovesaid corporation. Upon completion of the filing process please return a certified copy of same to us at the above address in the enclosed FedEx return envelope. Our check in the amount of \$122.50 for the filing fees, designation fees and certified copy fee is attached hereto.

If you may have any questions regarding this matter please do not hesitate to contact my office.

Sincerely,



William P. Gregory

ArtInc.ltr

PA 5/30/99

ARTICLES OF INCORPORATION

OF

B.T. 1016, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, desiring to form a corporation for profit pursuant to the laws of the State of Florida, do hereby certify as follows:

ARTICLE I

The name of the Corporation shall be:

B.T. 1016, INC.

ARTICLE II

The Corporation shall be entitled to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock of the Corporation shall be divided into shares of \$.01 par value, with five thousand (5,000) shares of common stock authorized, and each share shall entitle the holder hereof to vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, with property or in labor or services, at a valuation to be fixed by the incorporators or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be nonassessable.

ARTICLE IV

The amount of capital with which this Corporation shall begin business will be \$100.00.

ARTICLE V

The Corporation shall have perpetual existence.

ARTICLE VI

The principal offices of the Corporation shall be located at 715 Swann Ave., Tampa, FL. 33606 but the Corporation shall have power to establish branch offices and other places of business at such other places within or without the State of Florida as may be determined and deemed expedient by the Directors.

ARTICLE VII

The Board of Directors of the Corporation shall not be less than one (1) or more than seven (7) unless otherwise provided in the By-Laws. A quorum for the transaction of business shall be a majority of the Directors qualified and acting unless otherwise provided in the By-Laws. The Directors may make or amend the By-Laws; the meeting of Directors may be held within or without the State of Florida. A person shall not have to be a stockholder in order to qualify as a Director.

ARTICLE VIII

The name and address of the member of the Board of Directors who shall hold office for the first year or until successors are duly elected and qualified shall be:

William P. Gregory, 715 Swann Ave., Tampa, FL. 33606

ARTICLE IX

The name of the subscriber to these Articles of Incorporation and the number of shares of stock s/he agrees to take is as follows:

William P. Gregory - One (1) share

ARTICLE X

The time and place of the annual stockholders meeting shall be on September 1st of each and every year at the principal office of the Corporation unless otherwise fixed in the By-Laws or by resolution of the Board of Directors and any stockholder may waive notice thereof either before or

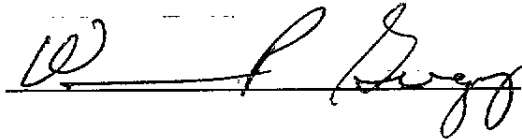
after the meeting.

The Board of Directors shall be elected annually by the Stockholders at their annual meeting or at a special meeting held for the purpose. All vacancies in the Board shall be filled by the Board until the next annual meeting and the Board shall have the right to increase or decrease its number of Directors within the limits of this Charter.

ARTICLE XI

Pursuant to Chapter 48.091 Florida Statutes, the Corporation names William P. Gregory as its registered agent to accept service of process within this State. The said Resident Agent, by the execution of these Articles of Incorporation as incorporator, in addition accepts and agrees to act in the capacity as Resident Agent and agrees to comply with the provisions of said Act relative to keeping open said registered office. The registered office of said corporation is located at 715 Swann Ave., Tampa, FL. 33606.

IN WITNESS WHEREOF, I the subscriber, have executed these Articles of Incorporation, this 28th day of September 1999.

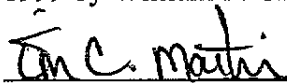


STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 28 day of September

1999 by William P. Gregory who is personally known to me.



Notary Public

type notary's name

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

B.T. 1016, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Tampa, County of Hillsborough, State of Florida, has named William P. Gregory, located at 715 Swann Ave., City of Tampa, County of Hillsborough State of Florida 33606, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: William P. Gregory
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA