

PA0000054671

TRANSMITTAL LETTER

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

FILED
00 MAY 26 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FL 32314

SUBJECT: BEHR & ASSOCIATES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

500003269585--5
-05/26/00--01123--001
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: William J. BEHR
Name (Printed or typed)

1075 DRUID DRIVE
Address

MAITLAND, FL 32751
City, State & Zip

407-767-7599
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

6-7
wcc

**ARTICLES OF INCORPORATION
OF
BEHR & ASSOCIATES, INC.**

The undersigned incorporator hereby forms a corporation in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit) of the laws of the State of Florida

ARTICLE I. NAME

The name of the corporation shall be:

BEHR & ASSOCIATES, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business/ mailing address is:

1075 Druid Drive
Maitland, Florida 32751

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is:

The purpose of this, for profit corporation will be, to provide representation and marketing services for domestic and international manufacturing companies' products, and that this corporation will engage or transact those services, activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. SHARES

The number of shares of stock is:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE V. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

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ARTICLE VI. INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es):

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two directors, initially. The names and addresses of the initial members of the Board of Directors are:

William J. Behr 1075 Druid Drive
Pres./Treas. Maitland, FL 32751

Peter Behr 1845 Temple Drive
Sec. Winter Park, FL 32789

ARTICLE VII. REGISTERED AGENT

The name and Florida street address registered agent is:

William J. Behr
1075 Druid Drive
Maitland, FL 32751

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator is:

William J. Behr
1075 Druid Drive
Maitland, FL 32751

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

William J. Behr
Signature/Registered Agent

5-25-2000
Date

William J. Behr
Signature/Incorporator

5-25-2000
Date