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TRANSMITTAL LETTER

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

700002908597--7
-06/18/99--01037--006
*****70.00 *****70.00

SUBJECT: Barry Beckwith Inc.
(proposed corporate name)

Enclosed please find an original copy of the Articles of Incorporation for the above corporation and a check in the amount of \$70.00.

FROM: Barry C. Beckwith
Name

501 S. W. 11th Place 409-B
Address

Boca Raton, Florida 33432
City, State & Zip

(561) 417-9854
Telephone Number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Note: Additional copy of articles is needed when certified copy is requested.

ARTICLES OF INCORPORATION

OF

BARRY BECKWITH INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

Barry Beckwith Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

Barry Beckwith Inc.
501 S. W. 11th Place, 409-B
Boca Raton, Florida 33432

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares.

ARTICLE IV

The name and address of the initial registered agent is:

Barry C. Beckwith
501 S. W. 11th Place, 409-B
Boca Raton, Florida 33432

ARTICLE V

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

1. Barry C. Beckwith
501 S. W. 11th Place, 409-B
Boca Raton, Florida 33432

The undersigned has executed these Articles of Incorporation this 15th day of June, 1999.



Signature/Title

President/Sec.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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 is: Barry Beckwith Inc.

2. The name and address of the registered agent and office is:

Barry C. Beckwith
(Name)

501 S. W. 11th Street, 409-B
(P. O. Box not acceptable)

Boca Raton, Florida 33432
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE June 15, 1999

REGISTERED AGENT FILING FEE \$35.00