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To:
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Fax Number : (850)617-6381

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

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FOREIGN PROFIT/NONPROFIT CORPORATION
Be Properties (BVI) Ltd., Inc.

Certificate of Status	1
Certified Copy	0
Page Count	4
Estimated Charge	$78.75

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JUN 2 9 2010

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Be Properties Ltd., Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")

Be Properties (BVI) Ltd., Inc.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. British Virgin Islands
(State or country under the law of which it is incorporated)

3. _____
(FEI number, if applicable)

4. May 25, 2010
(Date of incorporation)

5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 100 Bayview Drive, Apt. 2006 Sunny Isle Beach, FL 33160
(Principal office address)

_____
(Current mailing address)

8. Real Estate
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporate Creations Network Inc.

Office Address: 11380 Prosperity Farms Road #221E

Palm Beach Gardens (City), Florida 33410 (Zip code)

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Diana Urrego, Special Secretary
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Mark Berdichevsky Elliot

Address: 100 Bayview Drive, Apt. 2006

Sunny Isle Beach FL 33160

Vice Chairman: Daniel Berdichevsky

Address: 100 Bayview Drive, Apt. 2006

Sunny Isle Beach FL 33160

Director: Helena Edith Berdichevsky

Address: 100 Bayview Drive, Apt. 2006

Sunny Isle Beach FL 33160

Director: Alan Berdichevsky Elliot

Address: 100 Bayview Drive, Apt. 2006

Sunny Isle Beach FL 33160

B. OFFICERS

President: Mark Berdichevsky Elliot

Address: 100 Bayview Drive, Apt. 2006

Sunny Isle Beach FL 33160

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____
(Signature of Director or Officer listed in number 12 of the application)

14. Mark Berdichevsky Elliot, President by Diana Urrego as attorney-in-fact
(Typed or printed name and capacity of person signing application)

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TERRITORY OF THE BRITISH VIRGIN ISLANDS
THE BVI BUSINESS COMPANIES ACT 2004 (as amended)

REGISTERED AGENT'S CERTIFICATE OF GOOD STADING

Be Properties Ltd.
("the Company")

We, MORGAN & MORGAN TRUST CORPORATION LIMITED of Pasea Estate, P. O. Box 958, Road Town, Tortola, British Virgin Islands being the Registered Agent of **Be Properties Ltd.**, **do hereby certify that:**

1. The Company was incorporated in the British Virgin Islands as a BVI Business Company No. **1586674** on the **25th day of May, 2010**;

2. According to the records available at the Registered Office of the Company, the Company is duly incorporated, validly existing and in good standing under the laws of the British Virgin Islands;

3. The Company is authorised to issue a maximum of **50,000** no par value Shares of a single class and series.

4. According to the register of directors and Officers maintained at the Registered Office of the Company, the following are the duly appointed Directors/Officers of the Company:

MARK BERDICHEVSKY ELLIOT	Director/President
DANIEL BERDICHEVSKY	Director/Secretary
HELENA EDITH BERDICHEVSKY	Director/Vice President
ALAN BERDICHEVSKY ELLIOT	Director/Treasurer

5. That the Registered Office and Agent of the Company is at Morgan & Morgan Building, Pasea Estate, Road Town, Tortola, British Virgin Islands.

6. To the best of our knowledge there are no actions, pending or threatened, against the Company and no resolutions have been passed for its voluntary winding up and no receiver has been appointed over its assets.

Dated this **22nd day of June, 2010.**

MORGAN & MORGAN TRUST CORPORATION LIMITED
REGISTERED AGENT
Albalyra Morales Chandeck
Authorized Signatory

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