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Examiner's Initials

CR2E031(9/92)



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 2, 2000

LAZARUS

MIAMI, FL

SUBJECT: BE-A COMPANY Ref. Number: W00000005744

We have received your document for BE-A COMPANY. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 400A00011716

RECEIVED

ARTICLES OF INCORPORATION

OF

WE BE-A...COMPANY



The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

WE BE-A...COMPANY

The address of the principal office of this corporation shall be 1865 Brickell Avenue, Suite A207, Miami, Florida 33129, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

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 \$10.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1865 Brickell Avenue, #A-207, Miami, Florida 33129, and the name of the initial registered agent of the corporation at the address is Leslie Alan Schere, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

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 one Director, initially. The name and street address of the initial member of the Board of Directors is:

Seth Schere Director

1865 Brickell Avenue, Suite A207 Miami, Florida 33129

ARTÍCLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until her successors is elected or appointed is:

Seth Schere

1865 Brickell Avenue, Suite A-207

President/

Miami, Florida 33129

Secretary

ARTICLE VIII. INCORPORATOR

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

Leslie Alan Schere, Esq.

1865 Brickell Avenue, Suite A-207

Miami, Florida 33129

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, on the day of February

2000.

Leslie Alan Schere

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Leslie Alan Schere, Esq. having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Leslie Alan Schere