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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

B & E ASSOCIATES, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

B & E ASSOCIATES, INC.

ARTICLE 1 - NAME

The name of the corporation shall be: B & E ASSOCIATES, INC.

The principal place of business of this corporation shall be:

**1689 N. FLATUS ROAD, #1258
PEMBROKE PINES, FL 33026**

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TALLAHASSEE, FLORIDA

ARTICLE II - NATURE OF BUSINESS

This corporation shall engage in commerce within the United States, between the United States and foreign nations, between and among foreign nations as permitted by the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: One Thousand Shares with a value of Ten Dollars per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

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Articles of Incorporation – B & E ASSOCIATES, Inc. (cont.)

ARTICLE V - OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

Michael Cox - Director/President/Secretary/Treasurer
200 Leslie Drive
Hallandale, FL 33009

ARTICLE VI - INCORPORATOR(S)

The names and street addresses of the Incorporators to these Articles of Incorporation are:

Michael Cox - 200 Leslie Drive
Hallandale, FL 33009

IN WITNESS WHEREOF, the undersigned Incorporator(s) have executed this Articles of Incorporation this 5th day of June, 2000.

Signature(s) of Incorporator(s)

Michael C. Cox

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

B & E ASSOCIATES, INC.

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

Michael Cox
1689 N. Hiatus Road, #1258
Pembroke Pines, FL 33026

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TALLAHASSEE, FLORIDA

SIGNATURE

Michael C. Cox

TITLE

Registered Agent

DATE

6/05/2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Michael C. Cox

DATE

6/05/2000