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JAVIER GUADAYOL, P.A.

Attorney At Law

13550 SW 88 Street, Suite 290
Miami, FL 33186

Tel 305-386-8095
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May 30, 2000

DIVISION OF CORPORATIONS

Post Office Box 6327

Tallahassee, FL 32314

Re: *Bar Pad*
~~BP~~, INC.

200003276542--0

-06/05/00--01085--008

*****78.75 *****78.75

Dear Sir or Madam:

Enclosed herewith please find the Articles of Incorporation for BP, INC., along with a check in the amount of \$78.75 representing the administrative costs in connection with the filing of said corporation.

Please proceed to file said Articles of Incorporation and to return to us a certificate as evidence of the filing.

Please do not hesitate to contact our office at the number shown on this letterhead if you have any questions or if we may be of any assistance to you.

Thank you.

Sincerely,

Javier Guadayol
Javier Guadayol
Attorney At Law

JG:jlj

Enc.

FILED
2000 JUN 23 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AR 6/26



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 14, 2000

JAVIER GUADAYOL, ESQ.
13550 S.W. 88TH STREET
SUITE 290
MIAMI, FL 33186

SUBJECT: BP, INC.
Ref. Number: W00000015028

We have received your document for BP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Your document is being returned as requested.

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) 487-6925.

Angela Revell
Document Specialist

Letter Number: 400A00033954

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2000 JUN 23 AM 10:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BALPAD, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BALPAD, INC.

The principal place of business of this corporation shall be 13550 S.W. 88th Street, Suite 290, Miami, FL, 33186 and the mailing address shall be 13550 S.W. 88th Street, Suite 290, Miami, FL, 33186.

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 number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 13550 S.W. 88th Street, Suite 290, Miami, Florida 33186, and the name of the initial registered agent of the corporation at that address is JAVIER GUADAYOL.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers and directors of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are elected or appointed are:

MERICIA PADRON
PRESIDENT, DIRECTOR

13550 S.W. 88th Street, Suite 290,
Miami, FL, 33186

INES BALIUS
SECRETARY, TREASURER AND
DIRECTOR

13550 S.W. 88th Street, Suite 290,
Miami, FL, 33186

ESTEBAN PADRON
DIRECTOR

13550 S.W. 88th Street, Suite 290,
Miami, FL, 33186

HONORATO BALIUS
DIRECTOR

13550 S.W. 88th Street, Suite 290,
Miami, FL, 33186

ARTICLE IX. INCORPORATOR

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

Honorato Balius
13550 SW 88th Street, Suite 290
Miami, Florida 33186

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2000 JUN 23 AM 10:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand on this 3
day of May, 2000.


HONORATO BALIUS

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

JAVIER GUADAYOL, 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 according to Florida Statutes.


JAVIER GUADAYOL