

CORPORATION(S) NAME

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CR2E031 (R8-85)



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 25, 2000

EMPIRE

MIAMI, FL

SUBJECT: B & C ENTERPRISES, INC.

Ref. Number: W00000020983

We have received your document for B & C ENTERPRISES, INC.. 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: 800A00045652

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ARTICLE OF INCORPORATION

OF

B & C OF DELRAY, INC.



The name of the corporation is B & C OF DELRAY, INC.

ARTICLE TWO

The period of it duration is perpetual, unless dissolved according to Florida law.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares that the corporation shall have authority to issue is 1000 of no par value. The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$ 1000 consisting of money, labor done or property actually received.

ARTICLE FIVE

The initial officers of the corporation shall be:

William Earl Carol Earl

President

Vice -President

927 Gardenia Drive, Deiray Beach, Florida 33483 927 Gardenia Drive, Deiray Beach, Florida 33483

ARTICLE SIX

The street address of its registered office is:

2299 Northwest 35th Street, Boca Raton, Florida 33431

and the name of its registered agent at such address is:

Kit R. Becker, CPA

ARTICLE SEVEN

The number of directors constituting the initial board of directors is 2, and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successor is elected and qualified is:

Name

Mailing address

William Earl Carol Earl 927 Gardenia Drive, Delray Beach, Florida 33483 927 Gardenia Drive, Delray Beach, Florida 33483

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name

Mailing address

William and Carol Earl

927 Gardenia Drive, Delray Beach, Florida 33483

ARTICLE TEN

The address of its principal place of business is 927 Gardenia Drive, Delray Beach, Florida 33483

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of August 2000.

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* Carol & Earl * WNB Earl

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

OF

B&COF DELRAY, INC.

Pursuant to Florida Statues Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

927 Gardenia Drive 2299 NOCH WEST 35th ST -Delray Beach, Florida 33483 BOCARATON (L 3343)

has named Kit R. Becker, CPA, located at the aforesaid address as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above state corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping open said office.

(Registered Agent) Kit R. Becker, CPA