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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 820708 7223997.

AUTHORIZATION *Patricia P.*

COST LIMIT : \$ 70.00

ORDER DATE : September 5, 2000

ORDER TIME : 12:01 PM

ORDER NO. : 820708-005

CUSTOMER NO: 7223997

800003387068--6

CUSTOMER: Ms. Elizabeth H. Cooper-garcia
Ms. Elizabeth H. Cooper-garcia

11725 Sw 118 Terrace

Miami, FL 33186

DOMESTIC FILING

NAME: B & G DEVELOPMENT GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

g 9/11/00

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DIVISION OF CORPORATIONS
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SEP 11 2000

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

B & G DEVELOPMENT GROUP, INC.

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:

B & G DEVELOPMENT GROUP, INC.

The address of the principal office of this corporation shall be 300 Biscayne Boulevard Way, Suite 717, Miami, Florida 33131, and the mailing address of the corporation 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 500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 11725 Southwest 118 Terrace, Miami, Florida 33186, and the name of the initial registered agent of the corporation at that address is Elizabeth Cooper-Garcia.

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 two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

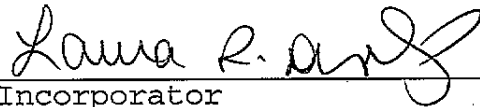
Elizabeth Cooper-Garcia Dir.	11725 Southwest 118 Terrace Miami, Florida 33186
Lazaro R. Blanco Dir.	100 Southwest 110 Avenue #117 Miami, Florida 33174

ARTICLE VII. INCORPORATOR

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

The Company Corporation
2711 Centerville Road
Suite 400
Wilmington, Delaware 19808

The undersigned incorporator has executed these
Articles of Incorporation on September 8, 2000.



Incorporator
Its Agent, Laura R. Dunlap

njh

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CSC TALLAHASSEE

TEL: 850 521 1010

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ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Elizabeth Cooper-Garcia, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

B & G DEVELOPMENT GROUP, INC.

Elizabeth Cooper-Garcia is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Elizabeth Cooper-Garcia

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