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To: Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

BEC FINANCIAL SERVICES, INC.

Certificate of Status	0
Certified Copy	1
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This Instrument Prepared by:
Patricia O. Espinosa, Esq.
7599 N.W. 7th Street
Miami, Florida 33126
Tel. (305) 262-5911
Fla. Bar No. 894263

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ARTICLES OF INCORPORATION

OF

BEC FINANCIAL SERVICES, INC.

The undersigned subscribers, for the purposes of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is : BEC FINANCIAL SERVICES, INC.

ARTICLE II

NATURE OF BUSINESS

This Corporation is organized for the purposes of engaging in transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, as amended.

This Corporation shall have full power and lawful authority to issue, execute, assign and endorse notes, mortgages, bonds and all other negotiable papers; to hold, buy and sell stock of other corporation; to secure any indebtedness due to it in the same manner common to natural persons. It shall have the full power to loan money and to secure the payment thereof by accepting mortgages, personal endorsements in assignments or personal property or other security. It may enter into contracts for subcontracting; it shall have the power to do all types of work related to the construction

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industry. This business may perform any type of mortgage, lending, and other collateral work, including mortgage and lender services and all other related types of services involving mortgages.

The business of the corporation is from time to time to do any one or more of all of the acts and things set out above, and it shall have the right to conduct its business in all its branches, in or outside the State of Florida, or in any other state, territory or dependency of the United States, or in foreign countries.

ARTICLE III

CAPITAL STOCK

The maximum shares of stock that this Corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock having a par value of \$1.00 Dollar per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is not less than ONE THOUSAND (\$1,000.00) Dollars.

ARTICLE V

TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI

INITIAL REGISTERED AGENT & OFFICE

The Registered Agent of this Corporation is Patricia O. Espinosa, Esq., and the initial registered office is 7599 N.W. 7th Street, Miami, Florida 33126. The principal

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office of the corporation is located at 7599 N.W. 7th Street, Miami, Florida 33126. The Management may from time to time move the principal office to any other address in Florida.

ARTICLE VII

BOARD OF DIRECTORS

This Corporation shall have a minimum of one director. This corporation shall have initially TWO (2) directors. The number of Directors may be increased or reduced from time to time, by the bylaws adopted by the stockholder. The name and address of the initial Board of Director, consisting of TWO (2) member are:

PATRICIA O. ESPINOSA
6864 S.W. 68TH STREET
Miami, Florida 33143

DIRECTOR

FRANCISCO A. ESPINOSA
6767 Collins Avenue, #2007
Miami Beach, Florida 33141

DIRECTOR

ARTICLE VIII

OFFICERS

The name and post office address of the initial officer who shall hold office until his successors are elected or appointed or have qualified is:

PATRICIA O. ESPINOSA
6864 S.W. 68th Street
Miami, Florida 33143

President, Treasurer

FRANCISCO A. ESPINOSA
6767 Collins Avenue, #2007
Miami Beach, Florida 33141

Vice President, Secretary

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ARTICLE IX

SUBSCRIBERS

The name and address of the subscriber and incorporator and the number of shares which he agrees to take are:


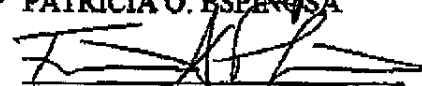
PATRICIA O. ESPINOSA
6864 S.W. 68TH STREET
Miami, Florida 33143

FIVE HUNDRED SHARES (50%)

FRANCISCO A. ESPINOSA
6767 COLLINS AVE, #2007
Miami Beach, Florida 33141

FIVE HUNDRED SHARES (50%)

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day of October, 2000.


PATRICIA O. ESPINOSA

FRANCISCO A. ESPINOSA

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this 15th day of October, 2000, before me, a Notary Public, authorized in the State and County named above to take acknowledgments, personally appeared PATRICIA O. ESPINOSA and FRANCISCO A. ESPINOSA to me well known to be the person described as Incorporators, in and who executed the foregoing Articles of Incorporation, acknowledged before me that they subscribed to these Articles of Incorporation, and the facts therein are truly set forth.

WITNESS my hand and official seal at Miami, Miami-Dade County, Florida, the year and day aforesaid.

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Mariela Perez

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

My Commission expires:





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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That **BEC FINANCIAL SERVICES, INC.** desiring to organize or qualify under the laws of the State of Florida with its principal place of business being 7599 N.W. 7th Street, Miami, Florida 33126, has named **PATRICIA O. ESPINOSA** of 7599 N.W. 7th Street, Miami, Florida 33126, as its agent to accept service of process within Florida.


PATRICIA O. ESPINOSA

FRANCISCO A. ESPINOSA

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.


PATRICIA O. ESPINOSA
Registered Agent

Dated:

10/13/00

00 OCT 18 AM 9:26
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TALLAHASSEE, FLORIDA

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