



THE UNITED STATES
CORPORATION
COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AUTHORIZATION : Patricia Project

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ORDER DATE : November 7, 2000

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ORDER NO. : 889418-005

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CUSTOMER NO: 9153A

CUSTOMER: Jerry C. Cobb, Esq
Jerry C. Cobb Attorney At Law

Suite 206-207
501 So. Ft. Harrison Avenue
Clearwater, FL 33756

DOMESTIC FILING

NAME: BEACH PARK HOLDINGS, 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:

PH 11/7/00

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

BEACH PARK HOLDINGS, 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:

BEACH PARK HOLDINGS, INC.

ARTICLE II. PLACE OF BUSINESS

The principal place of business of this corporation shall be 501 Causeway Blvd., Belleair Beach, FL 33786, and the mailing address of the corporation shall be the same.

ARTICLE III. 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 IV. 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 \$1.00 par value per share.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 501 Causeway Blvd., Belleair Beach, FL 33786 and the name of the initial registered agent of the corporation at that address is JIMMY AVIRAM.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: JIMMY AVIRAM, 501 Causeway Blvd., Belleair Beach, FL 33786

ARTICLE VIII. PREEMPTIVE RIGHTS

Every shareholder upon the offering for sale of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price and upon the terms at which it is offered to others by the Corporation.

ARTICLE IX. 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 one director, initially. The name and address of the initial member of the Board of Directors is: JIMMY AVIRAM, 501 Causeway Blvd., Belleair Beach, FL 33786


ARTICLE X. OFFICERS

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

JIMMY AVIRAM
501 Causeway Blvd.
Belleair Beach, FL 33786

President/Secretary/Treasurer

IN WITNESS WHEREOF, the undersigned JIMMY AVIRAM has hereunto set his hand this 6 day of November, 2000.


JIMMY AVIRAM

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617,0501, 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.

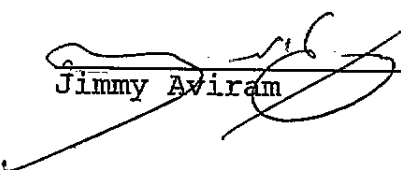
1. The name of the corporation is:

BEACH PARK HOLDINGS, INC.

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

**Jimmy Aviram
501 Causeway Blvd.
Belleair Beach, FL 33786**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.


Jimmy Aviram

11/6/2000
Date