

BJ ACCOUNTING ASSOCIATES, INC.  
2800 W. OAKLAND PARK BLVD. SUITE 109; FT. LAUDERDALE, FL. 33311

PO0000112028

DATE: \_\_\_\_\_

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P. O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

600003483746--2  
12/01/00-01089-011  
\*\*\*210.00 \*\*\*\*\*70.00

ATTENTION: INCORPORATION SECTION

REFERENCE: ① LORETTA A. JOHNSTON, P.A.  
② BEASLEY-GUZMAN ASSOCIATES, INC.  
③ HOT BABES ESCORTS, INC.

ENCLOSED HEREIN YOU WILL FIND COPIES EACH OF THE  
ARTICLES OF INCORPORATION AND YOUR FEE IN THE AMOUNT OF  
SEVENTY DOLLARS (\$70.00) TO COVER THE REQUIRED FILING  
CHARGES FOR THE ENCLOSED INCORPORATION.

PLEASE PROCESS AS SOON AS POSSIBLE AND FORWARD THE COMPLETED  
DOCUMENTS TO OUR ADDRESS:

BJ ACCOUNTING ASSOCIATES, INC.  
2800 W. OAKLAND PARK BLVD.  
SUITE 109  
FORT LAUDERDALE, FL. 33311

THANK YOU FOR YOUR COOPERATION IN THIS MATTER. IF YOU HAVE  
ANY QUESTIONS, PLEASE CONTACT THE ACCOUNTING OFFICE AT THE  
ADDRESS AND OR PHONE NUMBERS LISTED HEREIN. PHONE: (954)  
731-2244 AND FAX US AT (954) 731-6688.

SINCERELY YOURS,

*Betty Martin*  
BETTY MARTIN

ENCS.

BM/B

PAID - CHECK # 1448

\$ 210.00

FILED  
00 DEC -1 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*SeB*  
12/16

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
BEASLEY-GUZMAN ASSOCIATES, INC.

The undersigned Subscribers to these Articles of Incorporation, natural persons competent to contract, hereby present these Articles of Incorporation for the formation of a corporation for profit under the laws of the State of Florida, of the United States of America, by and under the provisions and statutes of that State providing for the formation, liability, rights, privileges, benefits and obligations conferred and imposed by said law on corporations organized pursuant to the provisions thereof, do hereby make, subscribe, acknowledge and file these Articles of Incorporation as follows:

ARTICLE I  
CORPORATE NAME

The name of this corporation shall be:

BEASLEY-GUZMAN ASSOCIATES, INC.

ARTICLE II  
PURPOSE

The general nature and purpose of the business to be transacted by this corporation shall be:

To engage in every phase and aspect of importing and exporting services and sales.

To engage in any other type of lawful business and to do all and everything necessary or proper for the accomplishment of the objects enumerated or necessary or incidental to the protection and benefit of the corporation, and in general, to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, provided the same be not inconsistent with the laws under which the corporation is organized.

#### ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to issue and have outstanding at any one time shall be limited to Six Hundred Shares (600) of common stock having a nominal or par value of One Dollar (\$1.00) per share.

#### ARTICLE IV CAPITAL

The amount of capital with which this corporation shall commence business is not less than Two Hundred Fifty Dollars (\$250.00).

#### ARTICLE V DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date of filing of the Articles of Incorporation and shall have perpetual existence unless dissolved according to law.

ARTICLE VI  
ADDRESS

The principal office and mailing address of this corporation shall be located at 2800 W. Oakland Park Blvd. Suite 207, Fort Lauderdale, Fl. 33311.

ARTICLE VII  
SUBSCRIBER

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

GEORGE B. BEASLEY  
2800 W. OAKLAND PARK BLVD.  
SUITE 207  
FORT LAUDERDALE, FLORIDA 33311

ARTICLE VIII  
BOARD OF DIRECTORS

The Directors constituting the initial Board of Directors shall be two (2) in number but may change to increase or decrease at any time. The names and addresses of the persons who will serve as members on the initial Board of this corporation are as follows:

GEORGE B. BEASLEY  
2800 W. OAKLAND PARK BLVD.  
SUITE 207  
FT. LAUDERDALE, FL. 33311

EDUARDO GUZMAN  
2800 W. OAKLAND PARK BLVD.  
SUITE 207  
FT. LAUDERDALE, FL. 33311

ARTICLE IX

The original incorporators of this corporation shall have the right upon its organization to assign and deliver their subscription of stock or specified number of stock shares thereof to any other person or to firms or

corporations who may hereafter become subscribers to the capital stock of said corporation; who upon acceptance of such assignment, shall stand in lieu of the incorporators and assume and carry out all the rights, liabilities and duties entailed by said subscriptions subject to the laws of the State of Florida and the execution of these instruments of assignment.

ARTICLE X  
CORPORATE OFFICERS

The names and addresses of the corporate officers of this corporation and the corporate office held until a successor and or successors will be elected are:

GEORGE B. BEASLEY	-	PRESIDENT/SECRETARY
2800 W. OAKLAND PARK BLVD. #207		
FT. LAUDERDALE, FL. 33311		

EDUARDO GUZMAN	-	VICE PRESIDENT/
2800 W. OAKLAND PARK BLVD. #207		TREASURER
FT. LAUDERDALE, FL. 33311		

ARTICLE XI

The corporation shall indemnify any Officer or Director of this corporation to the full extent as permitted by law.

ARTICLE XII  
STOCKHOLDERS

The names and addresses of the stockholders of this corporation and their respective percentage shares:

GEORGE B. BEASLEY  
2800 W. OAKLAND PARK BL. #207        -        60%  
FT. LAUDERDALE, FL. 33311

EDUARDO GUZMAN  
2800 W. OAKLAND PARK BL. #207        -        40%  
FT. LAUDERDALE, FL. 33311

ARTICLE XIII

The corporation reserves the right to amend, alter, change or repeal any provision or provisions thereof, contained in these Articles of Incorporation in the same manner now or hereafter prescribed by Statute, and all rights conferred upon its stockholders herein are granted subject to this condition.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation for the uses and purposes aforesaid and does hereby declare and certify that the facts contained herein are true, this 17<sup>th</sup> day of NOVEMBER, in the year 2000.

George B. Beasley  
GEORGE B. BEASLEY

FILED

00 DEC - 1 PM 1:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DESIGNATED REGISTERED AGENT AND OFFICE

The designated registered agent and office of  
BEASLEY-GUZMAN ASSOCIATES, INC. is:

GEORGE B. BEASLEY  
2800 W. OAKLAND PARK BLVD.  
SUITE 207  
FORT LAUDERDALE, FL. 33311

and he will accept service of process for the above  
stated corporation at the place designated herein.

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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.

George B. Beasley  
GEORGE B. BEASLEY

DATE: 11-17-00