

PO1000005794

8621 N.W. 53RD St.,
Lauderhill,
Florida 33351.
January 6TH, 2001.

The Secretary of State,
Florida Department of State,
Division of Corporations,
P.O. Box 6327,
Tallahassee,
Florida 32314.

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*****122.50 *****78.75

Dear Sir/Madam

Attached are the Articles of Incorporation of Beharco Inc., along with a check for one hundred and twenty dollars and fifty cents (\$122.50). I hereby submit these papers for the registration of Beharco Inc.

Yours truly,

Fitz A. Harris
Fitz A. Harris.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

BEHARCO INC.

The undersigned incorporators of these Articles of Incorporation
hereby form corporation under the Florida General Corporation Act.

ARTICLE I

NAME

The name of this corporation shall be BEHARCO INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The purpose of this corporation is to transact any lawful activities or
business for which corporation may be incorporated under the Florida General
Corporation Act, including the acquiring of real property and the construction of
various building and engineering projects, both private and public.

ARTICLE IV

CAPITAL STOCK

This Corporation is initially authorized to issue only common stock.
The aggregate number of shares of common stock which the corporation is
authorized to issue is FIVE HUNDRED (500) bearing a par value of ONE
DOLLAR (\$1.00).

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash for 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 (as nearly as may be done without issuance of fractional shares) at prices which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be 1232 S.W. 31ST Ave., Fort Lauderdale, Florida 33312 and the initial registered agent of this corporation shall be Fitz A. Harris, who upon accepting this designation, agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII

ADDRESS

The principal office of this corporation shall be at 1232 S.W. 31ST Ave., Fort Lauderdale Florida 33312 . The mailing address of this corporation shall be P.O. Box 491205, Fort Lauderdale, Florida 33349.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of Directors be less than one(1). The names and addresses of the Directors constituting the initial Board of Directors are

as follows:

Fitz A. Harris

8621 N.W. 53RD Street

Lauderhill, Florida 33351

Owen C. Bedasse

4910 N.W. 178TH Terrace

Miami, Florida 33055

ARTICLE IX

AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X

INCORPORATORS

The names and addresses of the persons signing the Articles of Incorporation shall be:

Fitz A. Harris

8621 N.W. 53RD Street,

Lauderhill, Florida 33351.

Owen C. Bedasee

4910 N.W. 178TH Terrace,

Miami, Florida 33055.

IN WITNESS WHEREOF, the Incorporators hereto have executed the foregoing Articles of Incorporation this ____ day of January, 2001.



Fitz A. Harris

Incorporator



Owen C. Bedasee

Incorporator

STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME , a Notary Public, personally appeared FITZ A. HARRIS
and OWEN C. BEDASEE known to me to be the persons described as the
Incorporators and who executed the foregoing Articles of Incorporation of
BEHARCO INC., and acknowledged before me that they subscribed to these
Articles of Incorporation.

WITNESS my hand and official seal at Fort Lauderdale, Broward
County, Florida this 6 day of January, 2001.



Notary Public

State of Florida

My commission expires:



Tiffany Sultan
Commission # CC 780415
Expires OCT. 4, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

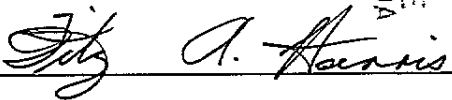
Pursuant to Sections 48.091 and 607.034, Florida Statutes, the following is submitted in compliance the said Sections.

That BEHARCO INC., desiring to organize under the laws of the State Of Florida, has named FITZ A. HARRIS OF 1232 S.W. 31ST Avenue, Fort Lauderdale ,County of Broward, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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 agree to comply with the provisions of the said Act relative to keeping open said office.

DATED this 6TH day of January, 2001.



REGISTERED AGENT

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01 JAN 12 PM 4: 53
SECRETARY OF STATE
TALLAHASSEE FLORIDA