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## FLORIDA PROFIT CORPORATION OR P.A.

## BBI RETAIL CORP.

Certificate of Status	1
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**ARTICLES OF INCORPORATION  
OF  
BBI RETAIL CORP.**

**ARTICLE I  
NAME**

The name of the corporation is **BBI Retail Corp.**, hereinafter referred to as the "Corporation".

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation is 3000 N.W. 107<sup>th</sup> Avenue, Miami, Florida 33172 or in any other city in the State of Florida designated by the Board of Directors from time to time.

**ARTICLE III  
REGISTERED AGENT**

The street address of the initial registered office of the Corporation is: 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the name of the registered agent is: B & C Corporate Services, Inc.

**ARTICLE IV  
INCORPORATOR**

The name and address of the Incorporator of the Corporation is: Alberto de Cardenas, Esq., 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.

**ARTICLE V  
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE VI  
TERM**

The Corporation shall have perpetual existence.

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**ARTICLE VII  
CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of common stock, par value \$.01 per share.

**ARTICLE VIII  
INDEMNIFICATION**

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida law.


**ARTICLE IX  
DIRECTORS**

The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial directors are:

George Feldenkreis  
3000 N.W. 107<sup>th</sup> Avenue  
Miami, Florida 33172

Oscar Feldenkreis  
3000 N.W. 107<sup>th</sup> Avenue  
Miami, Florida 33172

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 16<sup>th</sup> day of March, 2001.

  
\_\_\_\_\_  
Alberto de Cardenas, Incorporator

**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT  
OF  
BBI RETAIL CORP.**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

**B & C CORPORATE SERVICES, INC.,**  
a Florida corporation

By: *Annette Deleon*  
Annette Deleon, Vice President

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