

KEVIN J. NORTON, P.A.

Kevin J. Norton, CPA, MBA, PhD  
Certified Public Accountant  
Certified Family Court Mediator

3111 University Drive, Suite 725  
Coral Springs, Florida 33065  
(954) 752-2372

P01000029068

Mail to

Kris Kaper  
2709 Parkview Dr.  
Hollandale, FL 33009

Attached are your Articles of Incorporation. Please sign, date, and mail to:

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

400003878434--0  
-03/19/01--01158--001  
\*\*\*\*\*75.00 \*\*\*\*\*75.00

Also enclose a check of \$75 made out to The Florida Department of State.

Important:

Please call me and mail a copy of your acceptance from the state when you receive it.  
We will then need to file Form 2553 and Form SS 4 with the IRS so as to properly make  
your corporation an S Corp and also to obtain your Federal ID number.

Regards,

Kevin J. Norton

FILED  
01 MAR 19 PM 1:07  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

10-18-01

**ARTICLES OF INCORPORATION  
OF  
BAYVIEW SALES, INC**

FILED  
01 MAR 19 PM 1:07  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

**ARTICLE I - NAME**

The name of this corporation is:

Bayview Sales, Inc

**ARTICLE II - PRINCIPAL OFFICE**

The mailing address of corporation shall be:

2709 Parkview Dr, Hallandale, Fl 33009

**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**

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated as "Common Shares"

**ARTICLE V - REGISTERED AGENT**

The initial registered agent is Kris Kapish. The street address of the initial registered office of the corporation shall be 2709 Parkview Dr, Hallandale, Fl 33009

**ARTICLE VI - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII - 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 addresses of the initial member of the Board of Directors:

Kris Kapish

2709 Parkview Dr, Hallandale, Fl 33009

**ARTICLE VIII - SPECIAL PROVISION**

It is the intent of this corporation to elect and qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

**ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any officer or director to the full extent permitted by law.

**ARTICLE X - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his / her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE XI - AMENDMENT**

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

In witness whereof, the undersigned has hereunto set hand and seal this day:

3-15-01  
Date

Kris Kapish  
Kris Kapish, Director

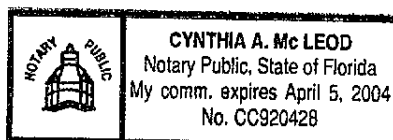
Kris Kapish  
Kris Kapish, Registered Agent

Acceptance as Registered Agent and at same above address.

STATE OF FLORIDA:  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 15 day of MARCH 2001.  
By KRIS KAPISH who is personally known to me and who did take an oath.

Cynthia A. McLeod  
Notary Public  
State of Florida



My commission expires:  
Commission Number: