

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P010000070856

BCI Marketing, Inc.

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-07/17/01--01029--018
*****78.50 *****78.50

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

2001 JUL 17 AM 10:14

TO ALL AGENTS
SUFFICIENCY OF FILING

Signature _____

Requested by: SK

Name _____

Date 7/17/01

Time 10:09

Walk-In _____

Will Pick Up _____

- FILED**
01 JUL 17 PM 4:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
- ☒ Art of Inc. File _____
 - ☐ LTD Partnership File _____
 - ☐ Foreign Corp. File _____
 - ☐ L.C. File _____
 - ☐ Fictitious Name File _____
 - ☐ Trade/Service Mark _____
 - ☐ Merger File _____
 - ☐ Art. of Amend. File _____
 - ☐ RA Resignation _____
 - ☐ Dissolution / Withdrawal _____
 - ☐ Annual Report / Reinstatement _____
 - ☒ Cert. Copy _____
 - ☐ Photo Copy _____
 - ☐ Certificate of Good Standing _____
 - ☐ Certificate of Status _____
 - ☐ Certificate of Fictitious Name _____
 - ☐ Corp Record Search _____
 - ☐ Officer Search _____
 - ☐ Fictitious Search _____
 - ☐ Fictitious Owner Search _____
 - ☐ Vehicle Search _____
 - ☐ Driving Record _____
 - ☐ UCC 1 or 3 File _____
 - ☐ UCC 11 Search _____
 - ☐ UCC 11 Retrieval _____
 - ☐ Courier _____
- wol-16416
gyc 7/17



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 17, 2001

CAPITAL CONNECTION, INC.

SUBJECT: BCI MARKETING, INC.
Ref. Number: W01000016416

We have received your document for BCI MARKETING, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 601A00041891

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2001 JUL 18 PM 3:42
TALLAHASSEE
SUFFICIENCY OFFICE

FILED
01 JUL 17 PM 4:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BCI7 Marketing, Inc.

The undersigned incorporator for these Articles of Incorporation, a natural person over the age of eighteen years, competent to contract under the laws of State of Florida, hereby presents these Articles of Incorporation for the formation of a corporation under the Corporation Act, and other laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is BCI7 Marketing, Inc.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be conducted by the corporation is:

- (a) To engage in marketing services and other lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.
- (b) To invest the funds of the Corporation in real estate, mortgages, stocks, bonds, or other types of investments, and to own real and personal property to effectuate the purposes set forth herein.
- (c) To do everything necessary and proper for the accomplishment of any said purposes enumerated in these Articles of Incorporation, or any Amendment thereof, necessary or incidental to the benefit of the Corporation, either alone or in association with others.

ARTICLES III. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 par value stock.

ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is: 23156 Via Stel, Boca Raton, FL 33433. The name of the Registered Agent of this corporation is Patrick Cioffi, at 23156 Via Stel, Boca Raton, FL 33433.

ARTICLE VI. PREEMPTIVE RIGHTS

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

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) Directors. The number of Directors may be either increased or decreased from time to time according to the ByLaws. The names and addresses of the initial Directors of the corporation are: Patrick Cioffi, at 23156 Via Stel, Boca Raton, FL 33433; Michael J. Berardi, 223 Skylark Point, Jupiter, FL 33458.

ARTICLE VIII. VOTING TRUST

No shareholder of this Corporation shall enter into a voting trust agreement or any type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal the ByLaws shall be vested in the Board of Directors and shareholders.

ARTICLE X. CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by written notice delivered to each shareholder five (5) business days prior to the meeting date.

ARTICLE XI. SHAREHOLDER QUORUM AND VOTING

Seventy five percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum of a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote shall be the act of the shareholders.

ARTICLE XII. MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation, shall be managed under the direction of the Board of Directors of the corporation.

ARTICLE XIII. DIRECTOR QUORUM AND VOTING

One Director shall constitute a quorum for a meeting of the Directors. If a quorum is present, the affirmative vote of the Director present shall be the act of the Board of Directors.

ARTICLE XIV. INDEMNIFICATION

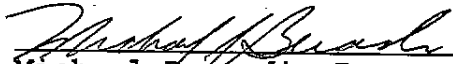
This corporation shall indemnify all officers or Directors or any former officer or Director, to the full extent permitted by law.

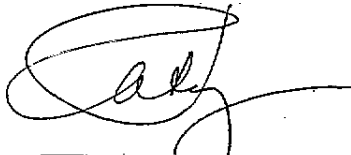
ARTICLE XV. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of

Incorporation on this ___ day of 2001.


Micheal Berardi, Incorporator
223 Skylark Point
Jupiter, FL 33458

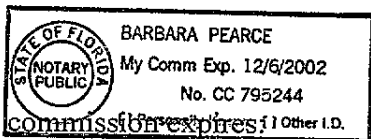

Patrick Cioffi, Incorporator
23156 Via Stel, Boca Raton, FL 33433

STATE OF FLORIDA)

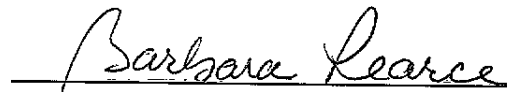
) ss.:

COUNTY OF)


SWORN TO AND SUBSCRIBED before me this 12 day of July 2001,
personally known _____, or produced identification ✓, type of identification:
Fl. Driver's License



My commission expires _____ Other I.D.


Notary Public - State of Florida at Large

The undersigned, having been named as Registered Agent to accept Service of Process for BCI7 Marketing, Inc. at 223 Skylark Point Jupiter, FL 33458 does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the complete and proper performance of his duties.


Michael Berardi, Reg. Agent

FILED
01 JUL 17 PM 4:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA