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To:
Division of Corporations
Fax Number : (850)205-0381

EFFECTIVE DATE

10-26-01

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

~~BC & RC Corp.~~
BC & RC Corp.

Certificate of Status	1
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ARTICLES OF INCORPORATION

EFFECTIVE DATE

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Article I. Name

The name of this Florida corporation is:
BC & RC Corp.

Article II. Address

The Corporation's mailing address is:
BC & RC Corp.
777 South Federal Highway
Suite G 312
Pompano Beach FL 33062

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Barry Cohen
777 South Federal Highway
Suite G 312
Pompano Beach FL 33062

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Barry Cohen

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Eric L. Bronfeld | FL Bar Member 232660
Law Offices of Eric L. Bronfeld, P.A.
2501 East Commercial Boulevard, Suite 201
Ft. Lauderdale FL 33308
954-857-5337

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Eric L. Bronfeld

Law Offices of Eric L. Bronfeld, P.A.

2501 East Commercial Boulevard, Suite 201

Ft. Lauderdale FL 33308

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 26, 2001.

The undersigned incorporator executed these Articles of Incorporation on October 29, 2001.


ERIC L. BRONFELD

by R.A. Fernandez as attorney-in-fact

Eric L. Bronfeld | FL Bar Member 232660
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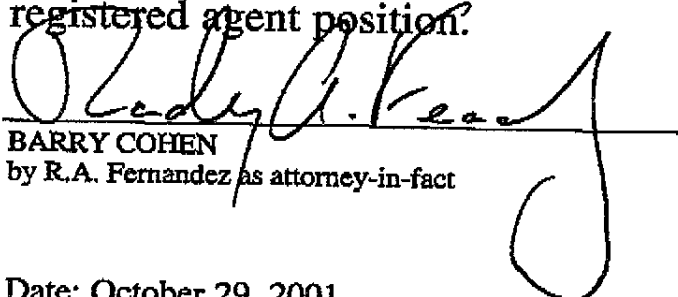
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
BC & RC Corp.

REGISTERED AGENT/OFFICE:
Barry Cohen
777 South Federal Highway
Suite G 312
Pompano Beach FL 33062

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


BARRY COHEN
by R.A. Fernandez as attorney-in-fact

Date: October 29, 2001

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