

(561) 272-2484

NOVEMBER 27, 2001

DEPARTMENT OF STATE CORPORATE RECORDS/ **DIVISION OF CORPORATIONS** PO BOX 6327 TALLAHASSEE, FL. 32314

DEAR SECRETARY OF STATE:

100004697971--1 -11/29/01--01037--001 *****78.75 *****78.75

ENCLOSED FIND ONE ORIGINAL AND A COPY OF THE ARTICLES OF INCORPORATION OF B & B MARKETING AND DISTRIBUTING, INC. ALSO FIND ENCLOSED A CHECK MADE PAYABLE TO THE SECRETARY OF STATE IN THE AMOUNT OF \$78.75 WHICH INCLUDES THE STATUTORY FILING FEE AND CERTIFICATE OF STATUS FEE. YOUR ASSISTANCE IN ESTABLISHING THE CORPORATION TO BE KNOWN AS B & B MARKETING AND DISTRIBUTING, INC. IS APPRECIATED.

RESPECTFULLY SUBMITTED.

B. Laren Brew

ARTICLES OF INCORPORATION OF B & B MARKETING AND DISTRIBUTING, INC.

ARTICLE ONE

THE NAME OF THE CORPORATION IS B & B MARKETING AND DISTRIBUTING, INC. ARTICLE TWO

THE PERIOD OF DURATION IS PERPETUAL.

ARTICLE THREE

THE PURPOSE OF THE CORPORATION ORGANIZED, IS THE TRANSACTION OF ANY OR ALL LAWFUL BUSINESS FOR WHICH A CORPORATION MAY BE INCORPORATED UNDER THE FLORIDA CORPORATIONS ACT.

ARTICLE FOUR

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS 500 SHARES OF THE PAR VALUE OF \$100,00 EACH.

ARTICLE FIVE

THE CORPORATION WILL NOT COMMENCE BUSINESS UNTIL IT HAS RECEIVED FOR THE ISSUANCE OF SHARES CONSIDERATION OF THE VALUE OF \$1000.00 CONSISTING OF MONEY, LABOR DONE OR PROPERTY RECEIVED.

ARTICLE SIX

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTERED AGENT, PRINCIPAL MAILING ADDRESS AND OFFICE OF THE CORPORATION ARE:

B. LOREN BROW 915 HIBISCUS LANE DELRAY BEACH, FL. 33444

ARTICLE SEVEN

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS IS TWO AND THE NAMES AND ADDRESSES OF THE PERSON OR PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF THE SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFIED ARE:

NAME

MAILING ADDRESS

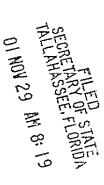
B. LOREN BROW

915 HIBISCUS LANE DELRAY BEACH, FL. 33444

LOREN E. BROW

915 HIBISCUS LANE

DELRAY BEACH, FL. 33444



B & B MARKETING AND DISTRIBUTING, INC. ARTICLES OF INCORPORATION PAGE 2

ARTICLE EIGHT

THE BOARD OF DIRECTORS IS EMPOWERED TO MAKE, ALTER OR REPEAL THE BYLAWS OF THE CORPORATION WITHOUT RESTRICTION OF THEIR POWERS CONFERRED BY STATUTE.

ARTICLE NINE

THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

NAME

MAILING ADDRESS

B. LOREN BROW

915 HIBISCUS LANE

DELRAY BEACH, FL. 33444

LOREN E. BROW

915 HIBISCUS LANE

DELRAY BEACH, FL, 33444

ARTICLE TEN

THE POWERS OF THE INCORPORATORS CEASE UPON FILING OF THE ARTICLES OF INCORPORATION.

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS DAY OF Wave, 2001

INCORPORATOR - B. LOREN BROW

Low E. Brow INCORPORATOR - LOREN E. BROW

B & B MARKETING AND DISTRIBUTING, INC. STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT THE APPOINTMENT OF REGISTERED AGENT OF B & B MARKETING AND DISTRIBUTING, INC. AT THE INITIAL REGISTERED ADDRESS OF 915 HIBISCUS LANE., DELRAY BEACH, FL. 33444. I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF SECTION 607.325 F.S.

B. LOREN BROW

Nov 28, 2001

DATE