

PO1000116522

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Belco Management, Inc.
(proposed corporate name)

600004714346--0
12/07/01--01045--009
****122.50 *****78.75

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50.

FROM: Lawrence T. Vance CPA PA
Name
2100 West State Rd., 434 Suite 1040.
Address
Longwood, FL 32779
City, State, & Zip
(407) 774-4434
Telephone Number

Note: Additional copy of articles is needed only when certified copy is requested.

FILED
01 DEC -7 AM 11:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

WHITE DEC 10 2001

4

ARTICLES OF INCORPORATION

OF

Belco Management, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Belco Management, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1150 Scenic Point Road
Longwood, FL 32750

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1000) Shares

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Thomas J. Fischer
1150 Scenic Point Road
Longwood, FL 32750

FILED
01 DEC -7 AM 11:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

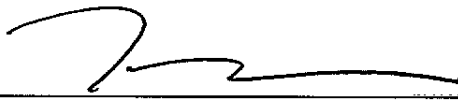
Thomas J. Fischer - President, Secretary, Treasurer
1150 Scenic Point Road
Longwood, FL 32750

David J. Fischer - Vice President
1150 Scenic Point Road
Longwood, FL 32750

ARTICLE VI BUSINESS PURPOSE

The business purpose shall be any and all business conducted pursuant to the rules and regulations of the State of Florida. Specifically: Commissioned Sales, Marketing, Management, and Consulting of E Commerce sales and services of products.

The undersigned has(have) executed these Articles of Incorporation this 6th day of December, 2001.

 President

Signature/Title

Signature/Title

Signature/Title

FILED

01 DEC -7 AM 11:09

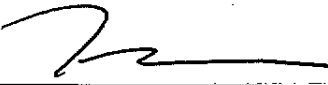
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE FLORIDA

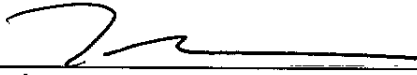
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, Submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:
Belco Management, Inc.
2. The name and address of the registered agent and office is:

Thomas J. Fischer
1150 Scenic Point Road
Longwood, FL 32750

Signature 
Corporate Officer
Title President
Date 12/6/01

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Signature
12/6/01
Date

REGISTERED AGENT FILING FEE: \$35