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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. BEST BEAR, INC. (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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NEW FILINGS	
X	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

1/11

Examiner's Initials	

CR2E031(9/92)

ARTICLES OF INCORPORATION

OF

BEST BEAR, INC.

FILED
02 JAN 11 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be BEST BEAR, INC. and the initial address of this corporation shall be 13200 S.W. 44 Street, Miami, Florida 33175.

ARTICLE II

This corporation may engage in any business or activity permitted by the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock
1,000	$ 1.00	common

The consideration for all the said stock shall be payable in cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter.

ARTICLE V

The initial registered office of this corporation shall be at 13200 S.W. 44 Street, Miami, Florida 33175, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Orestes Rodriguez.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the initial directors of this corporation who shall hold office for the year or until their successors are duly elected and qualified shall be:

Orestes Rodriguez
13200 S.W. 44 Street
Miami, FL 33175

ARTICLE VIII

The name and address of the Incorporator is Orestes Rodriguez, 13200 S.W. 44 Street, Miami, Florida 33175.

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if here were not such a director or officer of such corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator herein before named, for the purpose of forming a corporation to do business both with and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 10th day of January, 2002.

Orestes Rodriguez
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

Before me, the undersigned authority, personally appeared Orestes Rodriguez to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the State and County aforesaid, this 10th day of January, 2002.

Viviana Lopez
Notary Public
State of Florida

My Commission Expires:

VIVIANA LOPEZ
MY COMMISSION # CC 850240
EXPIRES: June 28, 2003
Bonded Thru Notary Public Underwriters

ARTICLE XII

The By-Laws of this Corporation may be created, amended, changed or replaced by either the stockholders or the Directors of the Corporation at any duly scheduled special meeting called for that purpose.

I, the undersigned, do hereby subscribe, acknowledge and file these Articles of Incorporation, hereby certify that the facts herein stated are true and correct and accordingly hereto set my hand and seal this 10th day of January, 2002.

Orestes Rodriguez
President

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with the laws of Florida, the following is submitted:

First: That BEST BEAR, INC. desiring to organize under the laws of the State of Florida, has named Orestes Rodriguez, 13200 S.W. 44 Street, Miami, Florida 33175, as its statutory Registered Agent.

Second: That Orestes Rodriguez having been named the statutory Registered Agent of the above corporation at the place designated in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.325 Florida Statues.

Orestes Rodriguez
Registered Agent

Dated: this 10th day of January, 2002.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, 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: BEST BEAR, INC.
2.- The name and address of the registered agent and office is: Orestes Rodriguez, 13200 S.W. 44 Street, Miami, Fl 33175

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.

Orestes Rodriguez

DATED: 01/10/2002.

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02 JAN 11 PM 12:27
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TALLAHASSEE FLORIDA