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January 16, 2002

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*****78.50 *****78.50

Secretary of State of Florida
New Filings
409 East Gaines Street
Tallahassee, Florida 32399

Re: BAR-MILES, INC.

FILED
02 JAN 31 PM 3:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dear Sir or Madam:

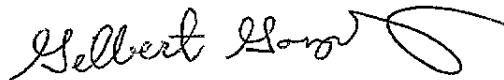
Enclosed are the Articles of Incorporation, in duplicate, as prepared for the above-referenced proposed Florida corporation. Also enclosed is our check in the amount of \$78.50 in payment of filing fees and certificate of status. Please return the certified copies to me.

Thank you for your cooperation with this matter.

EFFECTIVE DATE

02-01-02

Sincerely,



Gilbert Gonzalez

Address

900 N.E. 195 St. Unit # 718 N.M., FL 33179

02-05-02 ✓

**ARTICLES OF INCORPORATION OF BAR-MILES, INC.,
A FLORIDA CORPORATION**

In compliance with Chapters 607 and 621, Florida Statutes, the undersigned, acting as incorporator for BAR-MILES, INC. (the "Company"), hereby adopts the following Articles of Organization:

ARTICLE 1. NAME

The name of this corporation is BAR-MILES, INC. (the "Company").

ARTICLE 2. ADDRESS

The principal place of business and mailing address of the Company is 900 N.E. 195 St. N.M., FL 33179.

ARTICLE 3. PURPOSE

This Company is organized with a general business purpose and to operate a marketing and promotions company. The Company has all powers provided by law and may use those powers to engage in any activities or business permitted under the laws of the United States, the State of Florida or otherwise.

ARTICLE 4. SHARES

The number of shares of stock in the Company is 1,000,000.

ARTICLE 5. INITIAL OFFICERS

The names and address of the initial officers of the Company are:

Name	Title	Address
Gilbert Gonzalez	President	900 N.E. 195 St. Unit # 718 N.M., FL 33179
Jackie Weiner	Vice President	1807 Galleon St. North Bay Village, FL 33141

ARTICLE 6. INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Company's registered agent is Gilbert Gonzalez, 900 N.E. 195 St. Unit # 718 N.M., FL 33179.

ARTICLE 7. INCORPORATOR

The name and street address of the Company's incorporator is Gilbert Gonzalez, 900 N.E. 195 St. Unit # 718 N.M., FL 33179.

ARTICLE 8. EFFECTIVE DATE

The effective date of the Company shall be 02/01/02.

Having been named as registered agent and to accept service of process for the above stated Florida corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.


Gilbert Gonzalez
Incorporator and Registered Agent

FILED
02 JAN 31 PM 3:33
TALLAHASSEE FLORIDA
SECRETARY OF STATE

EFFECTIVE DATE
02-01-02