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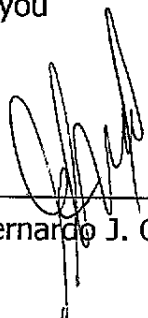
Miami, March 01, 2002

Division of Corporations  
P.O Box 6327  
Tallahassee, Florida 32314

Attn: Secretary of State

Enclosed please find the original and one copy of the Articles of incorporation of B & C American Enterprises, Corp, Inc. A check in the amount of \$70.00 also is included to cover the applicable fees.

Thank you

  
Bernardo J. Castro

FILED  
02 MAR 19 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-03/19/02--01040--009  
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4/3/05

# **ARTICLES OF INCORPORATION OF B & C AMERICAN ENTERPRISES, CORP**

The undersigned incorporator hereby forms the following corporation  
under the laws of the state of Florida.

## **ARTICLE I NAME**

The name of the corporation is, B & C American Enterprises, Corp, and  
its address is 8550 SW 149 Ave Suite 705, Miami Florida 33193

## **ARTICLE II PURPOSE**

This corporation is organized to engage in any and all lawful business  
activity permitted under the laws of the State of Florida

## **ARTICLE III CAPITAL AND STOCK**

The maximum number of shares of stock which this corporation is  
authorized to issue is one hundred (100) shares with no par value. Said  
shares of stock may be issued only for a consideration having a fair value  
as many are determined by the Board of Directors.

## **ARTICLE IV TERMS OF EXISTENCE**

This corporation it to exist perpetually from the date these Articles are  
filled with the Department of State, subject to the laws of the State of  
Florida.

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TALLAHASSEE, FLORIDA

ARTICLE V  
REGISTERED AGENT AND OFFICE

The initial Registered Agent and the street address of the initial registered office of this corporation shall be Bernardo J. Castro 8550 SW 149 Ave Suite 705 Miami, Florida 33193

ARTICLE VI  
DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial director is:

Bernardo J. Castro  
8550 SW 149 Ave Suite 705  
Miami, Florida 33193

ARTICLE VII  
INCORPORATORS

The name and address of the incorporator is:

Bernardo J. Castro  
8550 SW 149 Ave Suite 705  
Miami, Florida 33193

ARTICLE VIII  
PRE-EMPTIVE RIGHTS


Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which already holds, shall have the right to purchase his prorated share thereof (as nearly as many be done without issuance of fractional shares) at the price at which it is offered to others.

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TALLAHASSEE, FLORIDA

ARTICLE IX  
AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at stockholder's meeting by at least majority of the stock entitled to vote, unless of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this...01.....day of...March.....of 2002

  
\_\_\_\_\_  
Bernardo J. Castro

Acceptance by Registered Agent

Having been named to accept service of process for the above named corporation, at the designed in these Articles, I hereby accept this appointment and degree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office.

  
\_\_\_\_\_  
Bernardo J. Castro