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STEVEN E. WALLACE
5780 Lakeside Drive#910
Margate, Florida 33063
(954) 986-7059

FILED
02 MAY 14 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 8, 2002

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
409 Gaines Street
Tallahassee, Florida 32399

400005508504--3
-05/14/02--01006--009
*****70.00 *****70.00

Re: BBSW Holdings, Inc. and Beacon Business Resources, L.P.

Gentlemen:

Enclosed please find the following:

- 1) An original and one (1) copy of the Articles of Incorporation for BBSW Holdings, Inc.
- 2) An original and one (1) copy of the Certificate of Limited Partnership and Affidavit of Capital Contribution for Beacon Business Resources, L.P.
- 3) A check in the amount of \$70 made payable to the Florida Department of State.
- 4) A check in the amount of \$108.50 made payable to the Florida Department of State
- 5) A self-addressed stamped envelope to returned a file-stamped copy of the formation documents for the corporation and limited partnership.

My name, address, and telephone number is referenced above.

Very truly yours,



Steven E. Wallace

W02-73661
TSP
5/15/02

**ARTICLES OF INCORPORATION
OF**

BBSW HOLDINGS, INC.

In Compliance with Chapter 607 and Chapter 621, F.S.

ARTICLE I-NAME

The name of the corporation shall be BBSW Holdings, Inc.

ARTICLE II-PRINCIPAL OFFICE

The principle place of business/mailling address is 5780 Lakeside Drive#910, Margate, Florida 33063.

ARTICLE III-PURPOSE

The purpose for which the corporation is organized is any lawful purpose under Florida law.

ARTICLE IV-SHARES

The number of shares of stock is 100 shares of common stock, \$.01 par value.

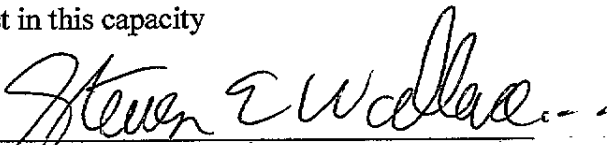
ARTICLE V-REGISTERED AGENT

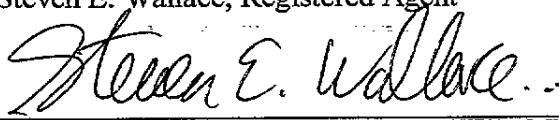
The name and Florida street address of the registered agent is Steven E. Wallace, 5780 Lakeside Drive#910, Margate, Florida 33063.

ARTICLE VI-INCORPORATOR

The name and address of the Incorporator is Steven E. Wallace, 5780 Lakeside Drive#910, Margate, Florida 33063.

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


Steven E. Wallace, Registered Agent


Steven E. Wallace, Incorporator

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