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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : AFFORDABLE PROFESSIONAL SERVICES, INC.

Account Number : 120000000264

Phone : (954) 565-9929

Fax Number : (954) 565-1347

FLORIDA PROFIT CORPORATION OR P.A.**B On The Water Front, Inc.**

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the Corporation shall be:

B On The Water Front, Inc.

ARTICLE II PRINCIPAL OFFICE

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

15533 Miami Lakeway North, Unit # 202

Miami Lakes, FL 33014

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

to transact or engage in any or all activities or business permitted under the laws of the United States of America and the state of Florida.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares that this corporation shall have authority to issue is :

200,000,000 shares, divided into two classes.

The designation of each class and the number of shares of each class are as follows:

a) 100,000,000 shares of voting Common Stock, of \$0.001 par value per share;
and

b) 100,000,000 shares of Preferred Stock, of \$0.001 par value per share, which shall be designated as the Board of Directors shall prescribe, without the requirement of shareholder action or approval, into classes, series, and the number of each class or series of stock and the voting powers, designations, preferences limitations restrictions and relative rights of each class or series of Preferred Stock as authorized in F.S. §607.0602

ARTICLE V DIRECTORS

The number of directors constituting the initial board of directors is one (1). The number of directors may be either increased or decreased from time to time according to the bylaws, but shall never be less than one (1). The name and address of the person or persons who are to serve as director(s) until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Daniel J. Mulcahy

15533 Miami Lakeway North, Unit # 202

Miami Lakes, FL 33014

ARTICLE VI DURATION

The corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Florida Department of State.

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ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Daniel J. Mulcahy

15533 Miami Lakeway North, Unit # 202

Miami Lakes, FL 33014

ARTICLE VIII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Daniel J. Mulcahy

15533 Miami Lakeway North, Unit # 202

Miami Lakes, FL 33014

ARTICLE IX BY LAWS

The power to adopt, alter, amend or repeal the By Laws of the corporation is vested in the Board of Directors.

ARTICLE X POWERS

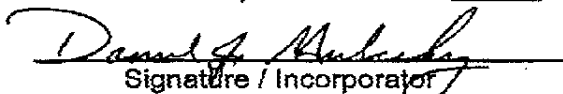
This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI INDEMNIFICATION

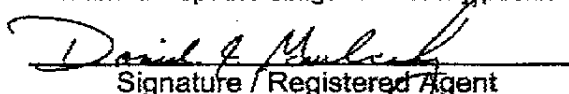
This corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by law.

ARTICLE XII AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 20 day of NOVEMBER, 2003.
Signature / Incorporator**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

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 / Registered AgentNov. 20, 2003
DateSECRETARY OF STATE
TALLAHASSEE, FLORIDA

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