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DIVISION OF CORPORATIONS  
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TS  
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December 29 , 2003

Florida Dept. of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

Subj: Incorporation of BEN & RIC, INC.

Dear Sir:

Enclosed please find the following:

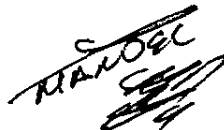
1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901; (321) 729-6399

Thank you for your assistance in this matter.

Sincerely,

Manuel Benjamin Pena

A handwritten signature in black ink, appearing to read "MANUEL BENJAMIN PENA", with a stylized flourish at the end.

ARTICLES OF INCORPORATION  
OF

BEN & RIC, INC.

ARTICLE I. NAME

The name of this corporation is  
BEN & RIC, INC.

ARTICLE II. DURATION

This corporation shall commence January 1, 2004, and  
shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of  
transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of  
\$1.00 par value common stock, which shall be designated  
"common shares".

ARTICLE V. PREEMPTIVE 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 he already holds, shall have the right to

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purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1799 Lantana Ct, Palm Bay FL 32907, and the name of the initial registered agent of this corporation at that address is ROBIN PENA.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

MANUEL BENJAMIN PENA  
1799 Lantana Ct.  
Palm Bay FL 32907

RICARDO PENA  
1799 Lantana Ct.  
Palm Bay FL 32907

ROBIN PENA  
1799 Lantana Ct.  
Palm Bay FL 32907

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 914 St. Clair St., Melbourne, Florida 32935, and the mailing address of the corporation is 914 St. Clair St., Melbourne, FL 32935.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

MANUEL BENJAMIN PENA  
1799 Lantana Ct.  
Palm Bay FL 32907

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 29th day of December, 2003.

  
\_\_\_\_\_  
MANUEL BENJAMIN PENA

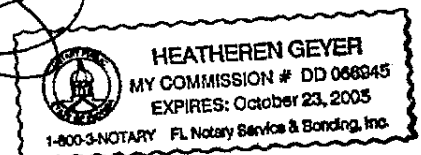
STATE OF FLORIDA  
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared MANUEL BENJAMIN PENA known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 29th day of December, 2003.

FL102

  
\_\_\_\_\_  
Notary Public



DESIGNATION  
AS  
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,  
Florida Statutes, the following is submitted:

That BEN & RIC, INC., desiring to organize under  
Statutes of the State of Florida, with its principal office  
at 914 St. Clair St., Melbourne FL 32935, has named ROBIN  
PENA located at 1799 Lantana Ct., Palm Bay FL 32907 as its  
agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the  
above named Corporation, at the place designated in this  
certificate, the undersigned agrees to act in this capacity,  
and agrees to comply with the provisions of Florida law  
relative to keeping the designated office open.

  
ROBIN PENA  
Registered Agent

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