Electronic Articles of Incorporation For

P04000084003 FILED May 26, 2004 Sec. Of State tsmith

BAYVIEW MATTERS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BAYVIEW MATTERS, INC.

Article II

The principal place of business address:

700 NE 26 TERRACE 604 MIAMI, FL. 33137

The mailing address of the corporation is:

700 NE 26 TERRACE 604 MIAMI, FL. 33137

Article III

The purpose for which this corporation is organized is: ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is: 100

Article V

The name and Florida street address of the registered agent is:

MICHAEL B WALTERS 700 NE 26 TERRACE 604 MIAMI., FL. 33137 I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MICHAEL WALTERS

Article VI

The name and address of the incorporator is:

MICHAEL WALTERS 700 NE 26 TERRACE #604 MIAMI, FL 33137

Incorporator Signature: MICHAEL WALTERS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P MICHAEL B WALTERS 700 NE 26 TERRACE #604 MIAMI, FL. 33137

Article VIII

The effective date for this corporation shall be:

05/26/2004