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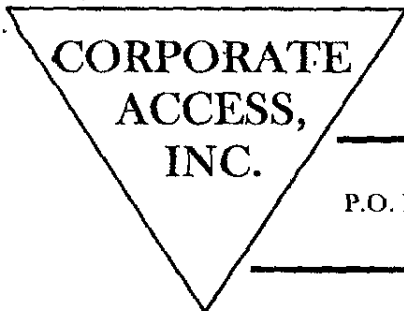


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Arts

1.

BCL Holdings, Inc
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

ARTICLES OF INCORPORATION

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

ARTICLE I - NAME

The name of the corporation shall be: BCL HOLDINGS, INC.

ARTICLE II - PRINCIPAL OFFICE

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

10362 NW 16th Court
Coral Springs, FL 33071

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

400,000 shares of common stock, \$.01 par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Form-A-Corp Inc.
100 Village Square Crossing
Suite 103
Palm Beach Gardens, FL 33410-4531

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.

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FORM-A-CORP INC.

By: _____


Kevin Rubel (VP)

ARTICLE V - INITIAL OFFICERS AND DIRECTORS

The names and addresses of the initial officers and/or directors of the corporation are:

Title: Director and President
Jonathan Balzora
1512 N. Kroeger Avenue
Fullerton, CA 92831

Title: Director and Treasurer
Lulrick Balzora
10362 NW 16th Court
Coral Springs, FL 33071

Title: Director and Secretary
George Castro
972 Carolina Street
San Francisco, CA 94107

Title: Director and Vice-President
John H. Law
3250 Wandering Way
Lincoln, CA 95648

Title: Director
Natalie H. Balzora
1512 N. Kroeger Avenue
Fullerton, CA 92831

Title: Director
Youdeline Balzora
10362 NW 16th Court
Coral Springs, FL 33071

Title: Director
Gail N. Castro
972 Carolina Street
San Francisco, CA 94107

Title: Director
Dinah Law
3250 Wandering Way
Lincoln, CA 95648

ARTICLE VI - INCORPORATOR

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

Form-A-Corp, Inc.
100 Village Square Crossing
Suite 103
Palm Beach Gardens, FL 33410-4531

The undersigned incorporator has executed these Articles of Incorporation this 27th day of January, 2006.

FORM-A-CORP, INC.

By: _____


Kevin Rubel (VP)