

JUL 5 2006
Division of Corporations

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

P. 1 of 1
Page 1 of 1

PO000008953E

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000172406 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : JONES, FOSTER, JOHNSTON & STUBBS, P.A.
Account Number : 076077003231
Phone : (361) 650-0471
Fax Number : (561) 650-0431

FLORIDA PROFIT/NON PROFIT CORPORATION

ARNBEIR CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

FILED
06 JUL -5 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JF 7/6/06

H06000172406 3

**ARTICLES OF INCORPORATION
OF
ARNBEIR CORPORATION
A Florida Corporation**

FILED
06 JUL -5 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, desiring to form a corporation under and by virtue of the provisions of Chapter 607 of the Florida Statutes, hereby make, subscribe, and file these Articles for that purpose, as follows:

ARTICLE I: NAME

The name of this corporation is ARNBEIR CORPORATION.

ARTICLE II: ADDRESS

The address of the Company's principal place of business and its mailing address is:

ARNBEIR CORPORATION
1655 West Frederick Small Road
Jupiter, FL 33458

Attn: Arnold Weiss

ARTICLE III: PURPOSES

The nature of the business or purposes to be conducted or promoted by the Company is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV: CAPITAL STOCK

The Company is authorized to issue one (1) class of stock, designated "Common Stock." The total number of shares that this Company shall have authority to issue is one thousand (1,000) shares of Common Stock, \$0.01 par value per share.

ARTICLE V: TERM OF EXISTENCE

The Company shall have perpetual existence.

ARTICLE VI: BOARD OF DIRECTORS

The Company shall have one (1) Director. The number of Directors on the Company's Board of Directors may be increased or decreased in the manner provided for in the Company's Bylaws, but shall never be less than one (1). The Company's Directors need not be shareholders of the Company. The Company's original Director,

H06000172406 3

to hold office until the next annual meeting of the shareholders and the election and qualification of his successor, is:

Arnold Weiss

ARTICLE VII: OFFICERS

The Board of Directors may appoint the following officers to manage the affairs of the corporation, subject to the control of the Board of Directors: a President, one or more Vice Presidents, a Secretary, a Treasurer, or a Secretary/Treasurer, and such other officers as the Board of Directors may deem advisable or necessary. Each such Officer shall hold office until the next annual election or until the election and qualification of his or her successor. The Company's officers, to hold office until removal by the Board of Directors, are:

Arnold Weiss – President, Treasurer and Secretary

ARTICLE VIII: INCORPORATOR

The name and address of the Company's Incorporator is:

Claire A. Dumas
Jones, Foster, Johnston & Stubbs, P.A.
505 S. Flagler Drive, Ste. 1100
West Palm Beach, Florida 33401

ARTICLE IX: REGISTERED AGENT

The name and street address of Company's Registered Agent:

JONES FOSTER SERVICE, LLC
505 S. Flagler Dr., Ste. 1100
West Palm Beach, FL 33401

ARTICLE X: BYLAWS

The first Bylaws shall be adopted by the Directors. In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter, amend or repeal the Bylaws of the Company in the manner provided for therein.

ARTICLE XI: INDEMNIFICATION

To the fullest extent permitted by the Florida Business Corporation Law as the same exists or as it may hereafter be amended, a director of the Company shall not be personally liable to the Company or its shareholders for monetary damages for breach of fiduciary duty as a director.

H06000172406 3

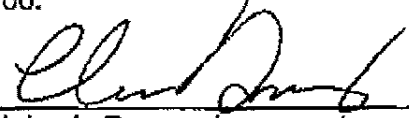
The Company may indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that she or he is or was a director, officer or employee of the Company or any predecessor of the Company or serves or served at any other enterprise as a director, officer or employee at the request of the Company or any predecessor of the Company.

No amendment or repeal of this Article, or the adoption of any provision of this Company's Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article, in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this Article, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision, except as required by law.

ARTICLE XII: AMENDMENTS

The Company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 26th day of June, 2006.



Claire A. Dumas, Incorporator

H06000172406 3

H06000172406 3

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That ARNBEIR CORPORATION desiring to organize under the laws of the State of Florida as a corporation, with its Registered Office as indicated in the Articles of Incorporation at 505 S. Flagler Drive, Suite 1100, West Palm Beach, Florida 33401, has named JONES FOSTER SERVICE, LLC as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

JONES FOSTER SERVICE, LLC, a Florida
limited liability company

By: _____

David E. Bowers, Manager

Dated: June 26, 2006

N:\CAD\24074-1 (Weiss)\arnbeir corporation - articles.doc

FILED
06 JUL -5 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H06000172406 3