

**Electronic Articles of Incorporation
For**

P06000110283
FILED
August 24, 2006
Sec. Of State
dwhite

B-TIME 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:

B-TIME INC.

Article II

The principal place of business address:

601 BRICKELL KEY DRIVE
SUITE 702
MIAMI, FL. 33131

The mailing address of the corporation is:

601 BRICKELL KEY DRIVE
SUITE 702
MIAMI, FL. 33131

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:

STEVEN MIDTTUN
601 BRICKELL KEY DRIVE
SUITE 702
MIAMI, FL. 33131

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: STEVEN MIDTTUN

Article VI

The name and address of the incorporator is:

STEVEN MIDTTUN
BRICKELL KEY DRIVE
TE 702
MI, FL 33131

601
SUI
MIA

Incorporator Signature: STEVEN MIDTTUN

Article VII

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

Title: CEO
STEVEN MIDTTUN
601 BRICKELL KEY DRIVE, SUITE 702
MIAMI, FL. 33131