

**Electronic Articles of Incorporation
For**

P07000044353
FILED
April 10, 2007
Sec. Of State
Ipoole

BENEFITS IN A BOX, 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:

BENEFITS IN A BOX, INC

Article II

The principal place of business address:

2601 BISCAYNE BLVD
MIAMI, FL. 33137

The mailing address of the corporation is:

2601 BISCAYNE BLVD
MIAMI, FL. 33137

Article III

The purpose for which this corporation is organized is:

DISCOUNT MEMBERSHIP

Article IV

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

10

Article V

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

REGINALD C BARRETT 3RD
750 NE 64 ST.
PH B2
MIAMI, FL. 33138

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

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Registered Agent Signature: REGINALD C. BARRETT, 3RD

Article VI

The name and address of the incorporator is:

R.C. BARRETT, 3RD
750 NE 64 ST.
PH B2
MIAMI, FL 33138

Incorporator Signature: REGINALD C. BARRETT, 3RD

Article VII

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

Title: P
REGINALD C BARRETT 3RD
750 NE 64 ST. PH B2
MIAMI, FL. 33138