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FLORIDA PROFIT/NON PROFIT CORPORATION

3 BEX, INC.

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January 29, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

AKERMAN SENTERFITT - TAMPA

SUBJECT: 3 BEX, INC
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**ARTICLES OF INCORPORATION
OF
3 BEX, INC**

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I
Name**

The name of this corporation shall be: **3 BEX, INC**

**ARTICLE II
Principal Office and Mailing Address**

The address of the principal office shall be 547 CR 501, Wildwood, Florida 34785 and the mailing address of this corporation shall be P. O. Box 10, Sumterville, Florida 33585.

**ARTICLE III
Purposes and Duration**

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

**ARTICLE IV
Capital Stock**

This corporation is authorized to issue 1,000 shares of common stock, having a par value of \$.01, which shall be designated as Common Stock.

**ARTICLE V
Registered Office and Registered Agent**

The initial registered office of this corporation shall be located at 547 CR 501, Wildwood, Florida 34785 and the initial registered agent of this corporation at such office shall be Bryan C. Bexley. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

**ARTICLE VI
Incorporator**

The name and street address of the incorporator making these Articles of Incorporation is Bryan C. Bexley, 547 CR 501, Wildwood, Florida 34785.

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ARTICLE VII

By-Laws

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

ARTICLE VIII

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

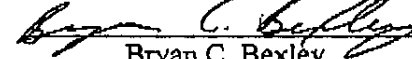
DATED this 17 day of January, 2009.


Bryan C. Bexley, Incorporator

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Bryan C. Bexley, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 17 day of January, 2009.

By: 
Bryan C. Bexley

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