

79500000 1548
Chapter Number Only

1-5-95

KASE HARVEY S.

Requester's Name

39 N.W. 16th St. #1

Address

N. MIAMI BEACH FL 33169

City

State

ZIP

Phone

3364 A

VALIDATION ONLY

FILED
JAN 6 1995
FBI - MIAMI

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CORPORATION(S) NAME

BE Different II, INC.



MPIRE

Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input checked="" type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Reservation	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Call If Problem
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> After 4:30
		<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

F. CHESSEY JAN 6 1995
CERTIFIED COPY

895 654

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I. NAME

The name of this Corporation shall be:

BE DIFFERENT II, INC.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, of ONE DOLLAR (\$1.00) par value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than ONE HUNDRED DOLLARS (\$100.00).

ARTICLE V. TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI. ADDRESS

The initial street address in the State of the principal office of the Corporation shall be:

101 BRINY AVENUE
SUITE 2012
POMPANO BEACH, FLORIDA 33062

Articles of Incorporation, Continued

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE Director(s) initially.

The number of Directors may be either increased or diminished by the Bylaws adopted by the Shareholders but shall never be less than one. The name and address of the initial Director(s) of this Corporation:

BEVERLY FALK
101 BRINY AVENUE SUITE 2012
POMPANO BEACH, FLORIDA 33062

ARTICLE VIII. INCORPORATOR

The names and addresses of the Incorporators:

BEVERLY FALK
101 BRINY AVENUE SUITE 2012
POMPANO BEACH, FLORIDA 33062

ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and Shareholders.

ARTICLE X. AMENDMENT

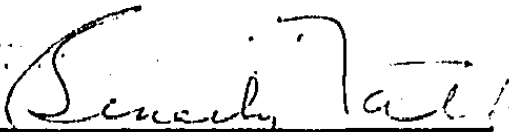
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholder in subject to this reservation.

Articles of Incorporation, Continued

ARTICLE XI. SUB-CHAPTER S CORPORATION

This Corporation may be a Sub-Chapter S Corporation, as defined by the Internal Revenue Code.

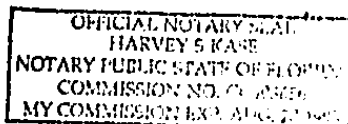
IN WITNESS WHEREOF, the undersigned, as subscribing Incorporators, have hereunto set our hands and seals this 11 day of January, 1991 for the purpose of forming this Corporation under the laws of the State of Florida, and hereby make and file in the office of the Secretary of the State of Florida these Articles of Incorporation, and certify that the facts herein stated are true.

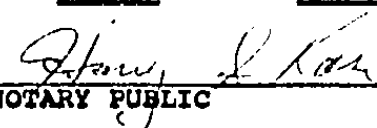

President: BEVERLY FALK

Vice President

STATE OF FL
COUNTY OF Dade

SWORN TO AND SUBSCRIBED BEFORE ME THIS 11th DAY OF Jan, 1991.

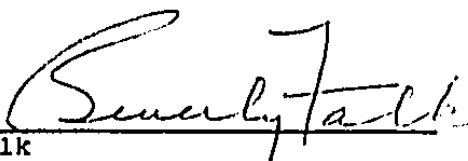



NOTARY PUBLIC

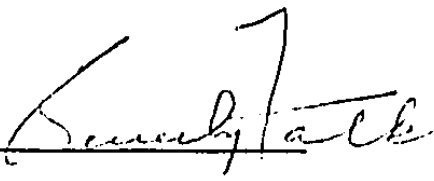
Articles of Incorporation, continued

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent, Beverly Falk, 101 Briny Avenue Suite 2012, Pompano Beach, Florida 33062, accepts this position as signed below:


Beverly Falk

The Registered Office will be located at 101 Briny Avenue Suite 2012, Pompano Beach, Florida 33062


Beverly Falk

FILED
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TALLAHASSEE