P9500009084

LLOYD H. FALK

ATTORNEY AT LAW
320 DAVIE HOULEVARD
FORT LAUDERDALE, FLORIDA 33315

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OFFICE USE ONLY

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NEW FILINGS	AMENDMENTS	
Profit	Amendment	
NonProfit	Resignation of R.A., Office	er/Director
Limited Liability	Change of Registered Age	
Domestication	Dissolution/Withdrawai	
Other	Merger	· · · · · · · · · · · · · · · · · · ·
OTHER FILINGS	REGISTRATION/ QUALIFICATION	N951937
Annual Report	Foreign	-07
Fictitious Name	Limited Partnership	m/95/93/
Name Reservation	Reinstatement	
}	Trademark	B. BROWN FEB - 3 1995
-	Other	Examiner's Initials
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 26, 1995

LLOYD H. FALK, ESQ. 320 DAVIE BOULEVARD FORT LAUDERDALE, FL 33315

SUBJECT: B.C. UNLIMITED, INC. Ref. Number: W95000001937

We have received your document for B.C. UNLIMITED, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown Document Specialist

Letter Number: 995A00003461



ARTICLES OF INCORPORATION

Of.

B. CARNEY UNLIMITED, INC.

ARTICLE I - NAME

The name of this corporation is B. CARNEY UNLIMITED, INC.

The mailing address of this corporation is 1301 North Ocean Drive, Hollywood Beach, Florida 33019.

ARTICLE II - DURATION

This corporation shall have perpetual existence. The effective date of this corporation shall be the date of filing.

ARTICLE III - PURPOSES

This corporation is organized for the purpose of the transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of One (\$1.00) Dollar par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which he or she, already holds, shall have the right to purchase his, or her, pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is 1301 North Ocean Drive, Hollywood Beach, Florida 33019, and the mane of the initial registered agent of this corporation at that address is DRUCE CARNEY.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have (1) director initially. The number to directories may be increases form time to time by changing the By-Laws, by enacting a resolution at a meeting of the Board of Directors and shareholders, but shall never directors of this corporation are:

NAME: BRUCE CARNEY
ADDRESS: 1301 NORTH OCEAN DRIVE, HOLLYWOOD BEACH, FLORIDA 33019

ARTICLE VIII - INCORPORATION

The corporation shall indemnify by officer, or director, or any former officer, or director, to the full extent permitted by law.

ARTICLE IV - AMENDMENT

This corporation reserves the right to amend, or repeal any provision contained in these Articles or Incorporation, or any amendment hereto, and an right conferred upon the shareholders is subjected to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this the day of Amunicipal 19945

Flunda Driver's License Cuso-coo. 54-10 5

MOTARY RIBLIC

STATE OF FLORIDA

SS:

COUNTY OF PARCICALLY

HISA M NETTI (NOTARY) My Comm Exp. 2-11-96 Rended P. Service Ins. Co

APPIDAVIT

William States BEFORE ME, a Notary Public, authorized to take oather, and acknowledgements in the State and County aforesaid, personally/ appeared: BRUCE CARNEY personally known to me or known to me through producing the proper I.D., to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and Affixed my offficial seal in the State and County aforesaid this IGU day of

Mulay , 19945

Affiant personally known to me or

Produced proper I.D.

Type of I.D.: Florida Drivers Lucine 0650 000 5+ 00 0

NOTARY PUBLIC, STATE OF FLORIDA

My commission Expires:

LISA M NETTI

NOTARY) S) My Comm Exp. 2-11-96 Bonded By Service Ins. Co. tio_CC182021

ACCEPTANCE

I, BRUCE CARNEY, do hereby accept the position of Resident Agent for the above corporation.

P950 AT DRIVER OF COSY FORT LAUDERDALE, FLORIDA 33315

305-763-3231

July 14, 1995

100001562751 -08/16/95--01105--005 ******35.00 *****35.00

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

RE: The Corporation of B. Carney Unlimited, Inc. Document No. B95-000009084

Dear Sir/Madam:

Please find enclosed herein an Amendment to the Articles of Corporation previously filed for the above mentioned corporation. I have also enclosed a Check in the amount of Thirty-five (\$35.00) Dollars for said Amendment fee. Please amend the Articles. If you have any questions feel free to contact this office.

Sincerely,

Georgia A.G. Mayard

Secretary for

LLOYD H. FALK, ESQUIRE

LFH gagm encs.

AMENPIC PRA19

CREW



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 21, 1995

GEORGIA A.G. MAYARD LLOYD H. FALK ATTY. 320 DAVIE BLVD. FORT LAUDERDALE, FL 33315

SUBJECT: B. CARNEY UNLIMITED, INC.

Ref. Number: P95000009084

We have received your document for B. CARNEY UNLIMITED, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

THE CURRENT NAME OF THE CORPORATION MUST BE STATED IN THE HEADING.

The date of adoption of each amendment must be included in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) A statement that the number of votes cast for the amendment

by the shareholders was sufficient for approval.

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

Please specify which article number you are amending, adding, or deleting.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 995A00038991

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

В.	CARNEY	UNLIMITED,	INC.	
			(present name)	

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

The Name of this Cororation shall now be read as

BC UNLIMITED ENTERPRISES, INC.



SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: __ & | | - () =

FO	URTH: Adoption of Amendment(s) (CHECK ONE)			
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.			
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):			
	"The number of votes cast for the amendment(s) was/were			
	sufficient for approval byvoting group			
¤	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.			
Ø	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.			
	Signed this day			
	Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)			
	OR			
	(By a director if adopted by the directors)			
	OR			
	(By an incorporator if adopted by the incorporators)			
	Bruce Carney Typed or printed name			
	Director Owner President / InccePORATOR			

AMENDED ARTICLES OF INCORPORATION

of

B. CARNEY UNLIMITED, INC.

ARTICLE I - NAME

The name of this corporation is BC UNLIMITED ENTERPRISES, INC.

The mailing address of this corporation is 1301 North Ocean Drive, Hollywood Beach, Florida 33019.

ARTICLE II - DURATION

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NAME: BRUCE CARNEY
ADDRESS: 1301 NORTH OCEAN DRIVE, HOLLYWOOD BEACH, FLORIDA 33019

ARTICLE VIII - INCORPORATION

The corporation shall indemnify by officer, or director, or any former officer, or director, to the full extent permitted by law.

ARTICLE IV - AMENDMENT

This corporation reserves the right to amend, or repeal any provision contained in these Articles or Incorporation, or any amendment hereto, and an right conferred upon the shareholders is subjected to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11 day of August 1995, 1994.

STATE OF FLORIDA

COUNTY OF BROWARD

AFFIDAYIT

BEFORE ME, a Notary Public, authorized to take ouths and acknowledgements in the State and County aforesaid, personally appeared: BRUCE CARNEY personally known to me or known to me through producing the proper I.D., to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this // day of August , 1995.

Affiant personally known to me or

Produced proper I.D.

Type of I.D : Newer License

NOTARY PUBLIC STATE OF FLORIDA

My commission Expires: OFFIC

OFFICIAL SEAL LOIDA CRUZADO My Commission Expires Aug. 24, 1996 Comm. No. CC 223209

ACCEPTANCE

I, BRUCE CARNEY, do hereby accept the position of Resident Agent for the above corporation.

POTICE CAPNEY