

P95000012114

DIVISION OF
LANCE JOSEPH ESQ. P.A.
THE PANTER BUILDING
6950 NORTH KENDALL DRIVE
SUITE 200
MIAMI, FLORIDA 33156
305.667.0700

LANCE JOSEPH ESQ.

FAX TO: 305.662.9472

Jan. 29th, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32399

800001408658
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****122.50 ****122.50

Att: New Corporate filings.

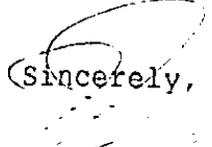
To whom it may concern:

FILED
95 FEB 10 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please find enclosed the filing fee(s), an original, and one copy of the Articles of Incorporation for the following corporation(s):

2BSquared, Inc.

Please return the recorded copy to the address printed above. Thank you in advance for your assistance.

Sincerely,

Lance Joseph

*Lance Joseph gave
Auth by phone to correct
the R.H. Name. 2/13/95*

FILED

ARTICLES OF INCORPORATION

FILED

95 FEB 10 PM 2:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: 2BSquared, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

ARTICLE VI - STREET ADDRESS OF CORPORATION

The street address of the office of this corporation is:

c/o Lance Joseph Esq. P A.
6950 North Kendall Drive
Suite 200
Miami, FL 33156

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name and address of the initial Board of Directors of this corporation is:

Francis J. Benintende
6950 North Kendall Drive
Suite 200
Miami, FL 33156

ARTICLE VIII - INCORPORATOR

The name and address of person(s) signing these Articles is:

Francis J. Benintende
6950 North Kendall Drive
Suite 200
Miami, FL. 33156

ARTICLES IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned officers and directors have executed these Articles of Incorporation this 7 day of ^{February} 1945.

[Signature]
Francis J. Benintende Pres.

STATE OF FLORIDA)
COUNTY OF DADE)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared

Francis J. Benintende

Known to be and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal in the State and County aforesaid this 7 day of Feb. 1945

[Signature]
Notary Public State of Florida

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

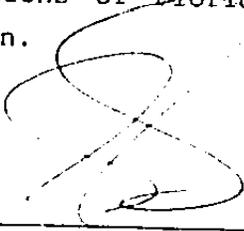
In compliance with the laws of Florida, the following is submitted: 2BSquared, Inc.

under the laws of the State of Florida, has named

Lance Joseph ~~P.A.~~ Esq. P.A.
6950 North Kendall Drive
Suite 200
Miami, FL. 33156

as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.



Lance Joseph ~~P.A.~~ Registered Agent
Esq. P.A.

Dated this 7th day of Feb. 1968

FILED
25 FEB 10 PM 2:51
CLERK OF THE
SOLICITOR GENERAL
TALLAHASSEE, FLORIDA