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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

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FROM: EMPIRE CORPORATE KIT COMPANY
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MIAMI FL 33135-

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BEACH LIGHTNING ENTERPRISES, INC.

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APR-05-1995 09:45 FROM EMPIRE

TO

19049224000 P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 5, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: BEACH LIGHTING ENTERPRISES, INC.
REF: H95000007268

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Article 6 thru 12 are missing, please re-send.

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000003830
Letter Number: 295A00015371

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

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CERTIFICATE OF INCORPORATION
OF
BEACH LIGHTING ENTERPRISES, INC.

FILED
55 APR - 5 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions:

ARTICLE ONE

The name of the corporation shall be **BEACH LIGHTING ENTERPRISES, INC.**

ARTICLE TWO

The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE THREE

The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be One Hundred (100) Shares of stock which shall be common stock of a par value of Five (\$5.00) Dollars per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE FOUR

This corporation shall begin business with a minimum capital of the amount of Five Hundred (\$500.00) Dollars.

ARTICLE FIVE

This corporation shall have perpetual existence.

THIS DOCUMENT PREPARED BY:
MARCIA B. CABALLERO, ESQUIRE
FLORIDA BAR NUMBER: 0778354
2450 Southwest 137th Avenue
Suite 221
Miami, Florida 33175
(305) 553-8020

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ARTICLE SIX

The principal office of the corporation shall be located at 2450 Southwest 137th Avenue, Suite 221, Miami, Florida 33175.

Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE SEVEN

The business of the corporation shall be managed by a Board of Directors who need not be stockholders of the corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE EIGHT

The names and post office addresses of the members of the First Board of Directors and the officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

Name	Address
LINDA OSTERMAN	1500 Bay Road Apartment No. 1239 Miami Beach, Florida 33139

OFFICERS

Title	Name	Address
PRESIDENT	LINDA OSTERMAN	1500 Bay Road Apartment No. 1239 Miami Beach, Florida 33139
VICE PRESIDENT	LINDA OSTERMAN	Same as above
SECRETARY	LINDA OSTERMAN	Same as above
TREASURER	LINDA OSTERMAN	Same as above

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ARTICLE NINE

The names and post office addresses of each of the subscribers to this Certificate of Incorporation are:

Name	Address
LINDA OSTERMAN	1500 Bay Road Apartment No. 1239 Miami Beach, Florida 33139

ARTICLE TEN

This corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of this Certificate and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE ELEVEN

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until the whole thereof shall have been paid.

ARTICLE TWELVE

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this Certificate otherwise provided: any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued unless otherwise provided by law whether said stock be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

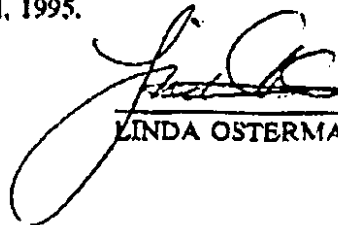
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ARTICLE THIRTEEN

The corporation does hereby designate the following address as its registered office: 1500 Bay Road, Apartment No. 1239, Miami Beach, Florida 33139.

The corporation does hereby designate LINDA OSTERMAN, 1500 Bay Road, Apartment No. 1239, Miami Beach, Florida 33139.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set her hand and affixed her seal on this 4th day of April, 1995.


LINDA OSTERMAN


STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

Before me the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared LINDA OSTERMAN, to me personally known, or who produced US PASSPORT, as identification, and who did (did not) take an oath.

IN WITNESS WHEREOF, I have hereto set my hand and official seal at Miami, said County and State, this 4th day of April, 1995.



SUZANNE M ROYCE
My Commission OC418807
Expires Nov. 07, 1998
Bonded by HAI
800-488-1808


NOTARY PUBLIC
State of Florida at Large
My Commission expires:
Commission Number:

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First - That **BEACH LIGHTING ENTERPRISES, INC.**, desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Miami Beach, County of Dade, State of Florida, has named **LINDA OSTERMAN**, located at 1500 Bay Road, Apartment No. 1239, City of Miami Beach, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


LINDA OSTERMAN
Registered Agent

FILED
APR 5 1995
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
MIAMI, FLORIDA

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