

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

w96-8685
AK 4/23/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	4/23		
TIME	10:30		CK No. _____
BY	TT		

WALK-IN
 Will Pick Up _____

RE: *BBF Enterprises, Inc* No. 52504

03 APR 23 PM 1:57

STATE OF FLORIDA
 C.C. FEE, TALLAHASSEE, FLORIDA

Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s. Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

96 APR 23 11 11 20

Letter Number: 196A00019009

April 23, 1996

CAPITAL CONNECTION, INC.
P O BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: BBF ENTERPRISES, INC.
Ref. Number: W96000008685

We have received your document for BBF ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 196A00019009

*Corrected,
Thank you, Pam*

**ARTICLES OF INCORPORATION
OF
BBF Enterprises, Inc.**

95 APR 23 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby forms a corporation
under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

BBF Enterprises, Inc.

The address of the principal office of this corporation shall be 2972-A
Aventura Boulevard, Suite 202, Aventura, Florida, 33180 and the mailing
address of the corporation shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or
business permitted under the laws of the United States, the State of Florida or
any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is
authorized to have outstanding at any one time is 500 shares of common stock
having \$1.00 par value per share.

ARTICLE IV - ADDRESS

The street address of the initial principal office of the corporation shall be
2972-A Aventura Boulevard, Suite 202, Aventura, Florida, 33180 and the name
and address of the initial registered agent of the corporation is LANCE JOSEPH,
ESQ., 6950 N. Kendall Dr. Suite 200, Miami, Florida 33156.

ARTICLE V - TERM OF EXISTENCE

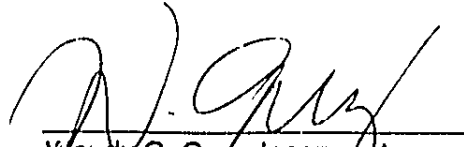
This corporation is to exist porpotually.

ARTICLE VI - INCORPORATOR

The name and street address of the Incorporator to these Articles of
Incorporation is:

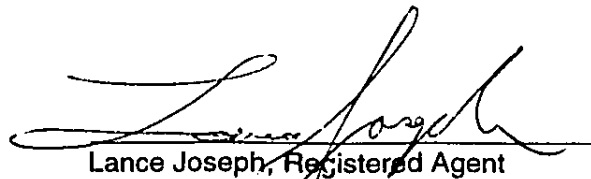
Wendy C. Grey
2972-A Aventura Boulevard
Suite 202
Aventura, Fl. 33180

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and
seal, on this 22th day of April, 1996.


Wendy C. Grey, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION**

The undersigned, having a business office as set forth in Article IV, above,
and having been designated as the Registered Agent in the above and foregoing
Articles, is familiar with and accepts the obligations of the position of Registered
Agent under Section 607.0501(3), Florida Statutes.


Lance Joseph, Registered Agent