

P960006/223

PUNCH, INC.
8379 NW 3rd. Street; suite 359
Miami, FL 33144
(305) 867-9479

June 24, 1996

50000187855
-07/01/96--01002--003
*****78.75 *****78.75

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

RE: Punch, Inc.

Enclosed, please find an original and one (1) copy of the articles of incorporation and a check in the amount of \$ 78.75 to cover for the Filing Fee and Certificate.

Should you have any question, please do not hesitate to contact me at your convenience at:

Carlos Bello
3566 W 71 Terrace
Hialeah, FL 33016
(305) 867-9479

Thank you

FILED
95 JUL 23 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

002 W96 - 13877
7-2-96
TD



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 2, 1996

CARLOS BELLO
3566 WEST 71ST TERRACE
HIALEAH, FL 33016

SUBJECT: PUNCH, INC.
Ref. Number: W96000013877

We have received your document for PUNCH, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 096A00032476

1. MENU, 2. OFFICERS, 3. LIST, 4. DET, 5. PREV

ENTER SELECTION AND CR

7/20/78

CORPORATE DETAIL RECORDS SCREEN

NAME: 86600001155 STILL ACTIVE/FL PROFIT

FILE: 02/06/1998

7:52 AM

NAME: PUNCH, INC.

PRINCIPAL: 223 NORTH AVENUE

ADDRESS: PALM BEACH, FL 33480

SA NAME: NATIONAL CORPORATE RESEARCH, LTD

SA ADDR: 1406 HAYS STREET

SUITE 2

TALLAHASSEE, FL 32301 US

ANN REP: * NONE FILED *

**ARTICLES OF INCORPORATION
OF
B & B PUNCH, INC.**

ARTICLE I - NAME

The name of the corporation shall be B & B Punch, Inc.

ARTICLE II - DURATION

This Corporation is to exist perpetually

ARTICLE III - PURPOSE

This Corporation is organized to engage in any act or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock with a par value of one dollar (\$ 1.00) per share.

ARTICLE V - PREEMPTIVE 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 already holds shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENTS

The street address of the initial registered office and principle place of business of this corporation is

8379 NW 3rd. Street
Suite 359
Miami, FL 33144

The name of the initial registered agent of this corporation at that address is Carlos Bello.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially.

The number of directors may either be increased or diminished from time to time by the bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are as follows:

Carlos Bello	8379 NW 3rd. Street, suite 359 Miami, FL 33144
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Robert Weston	8379 NW 3rd. Street, suite 359 Miami, FL 33144
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FILED
65 JUL 23 PM 6:14
CLERK OF DISTRICT COURT
MAY 23 1965

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

Carlos Bello 8379 NW 3rd. Street, suite 359
Miami, FL 33144

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

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

The undersigned incorporator has executed these Articles of Incorporation this 16th day of July, 1996


Carlos Bello, Incorporator

STATE OF FLORIDA
COUNTY OF DADE

The foregoing Articles of Incorporation was acknowledged before me this 16th of July, 1996 by Carlos Bello, personally known by notary public.





"OFFICIAL SEAL"
Irene Rimer
My Commission Expires 1/9/99
Commission #CC 432747

NOTARY PUBLIC

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is B & B Punch, Inc.

The name and address of the registered agent and office is:

Carlos Bello 8379 NW 3rd Street; suite 359
Miami, FL 33144

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Carlos Bello 7/16/96
Date