

**CORPORATE
ACCESS,
INC.**

P96000076424

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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9/13/96

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Articles

1.) Bestar Group, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
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3.) _____
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10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

FILED
SEP 13 PM 2:55
TALLAHASSEE, FLORIDA

RECEIVED
SEP 13 AM 11:21
DIVISION OF CORPORATION

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nc SEP 13 1996

ARTICLES OF INCORPORATION
FOR
BESTAR GROUP, INC.

FILED
96 SEP 13 PM 12:56
CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is **BESTAR GROUP, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 701 S.W. 27TH AVE., 10TH FLOOR, MIAMI, FL 33135.

ARTICLE III - DIRECTORS

The name and address of the initial director(s) is

P/D MIKE STANKOFF
701 S.W. 27TH AVE.
10TH FLOOR
MIAMI, FL 33135

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares of common stock having NO par value.

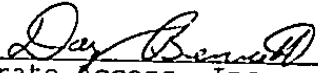
ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is CORPORATE ACCESS, INC., 1116-D THOMASVILLE ROAD, TALLAHASSEE, FL 32303.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is Corporate Access, Inc., 1116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32303.

The undersigned incorporator has executed these Articles of Incorporation this 13TH day of SEPTEMBER, 1996.



Corporate Access, Inc.
President - Danny Bennett

**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

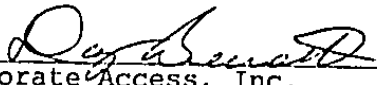
BESTAR GROUP, INC.

The name and address of the registered agent is

Corporate Access, Inc.
1116-D Thomasville Road
Mount Vernon Square
Tallahassee, Florida 32303

FILED
96 SEP 13 PM 12:56
TALLAHASSEE, FLORIDA

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.



Corporate Access, Inc.
President - Danny Bennett
Date - 9/13/96