

P960000092658

DAVID A. SILK

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BOCA RATON, FLORIDA 33432

(407) 338-3327
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November 05, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

400001998854--8
-11/07/96--01038--013
****122.50 ****122.50

Dear Sir,

Enclosed please find the original and one copy of the Articles of Incorporation for BHP Services, Inc. (which includes a designation of and acceptance of registered agent), along with a check in the amount of \$122.50. Please file the original and return a certified copy to:

David A. Silk
Attorney at Law
200 East Palmetto Park Road
Suite 101
Boca Raton, Florida 33432

If you have any questions, please let me know. Thank you for your attention to this matter.

Sincerely,



David A. Silk

DAS: mco
Enc: 3

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
NOV 7 11:10:26

g 11/13/96

EFFECTIVE DATE

11/5/96

**ARTICLES OF INCORPORATION
OF**

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STATE
26 APR - 7 11:00:25

BHP SERVICES, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, I, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is BHP Services, Inc.

ARTICLE II

The existence of the corporation shall begin on November 05, 1996.

ARTICLE III

The street address of the principal office of the Corporation is:

70 N.E. 215th Street
Miami, Florida 33179

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is three hundred (300), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 70 N.E. 215th Street, Miami, Florida 33179. The initial registered agent for the Corporation at that address is Caesar A. Phillips.

ARTICLE VI

The initial board of directors shall consist of three (3) members. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
Gene Edward Beck	5444 N.W. 60th Drive, Coral Springs, Florida 33067
Caesar A. Phillips	70 N.E. 215th Street, Miami, Florida 33179
Armando E. Hernandez	4000 Collins Avenue, Apt. 209, Miami Beach, Florida 33140

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

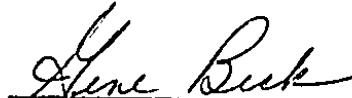
Name	Address
Gene Edward Beck	5444 N.W. 60th Drive, Coral Springs, Florida 33067

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STATE
OF FLORIDA
CLERK OF THE CIRCUIT COURT

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 5th day of November, 1996.


Name: Gene Beck

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BHP SERVICES, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: Caesar A. Phillips

Date: November 05, 1996