

PA 100098864

 Address

 City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Big Ben Corp, Inc (Corporation Name) 100002021551--2 (Document #)
 -12/06/96--01007--011
 ****122.50 ****122.50
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of State

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

12/6

Examiner's Initials _____

ARTICLES OF INCORPORATION

OF

ARTICLE I - Name

The name of this corporation is:

Big Ben Group, Inc.

ARTICLE II - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - Capital Stock

The maximum of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This Corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office & Agent

The Principal office or the mailing address of the corporation is: Big Ben Group, Inc.

4412 N.W. 74th Avenue Miami, Florida 33166

The name and street address of the Initial Registered Agent of this Corporation is: Benvindo A. Barbosa

4412 N.W. 74th Avenue Miami, Florida 33166

ARTICLE VI - Initial Board of Directors

This corporation shall have 2 directors initially. The number of directors may be either increased or deminished from time to time by the bylaws but shall never be less than 2. The names and addresses of the initial directors of this corporation are:

Benvindo A. Barbosa
4412 N.W. 74th Avenue
Miami, Florida 33166

Andreia Barbosa
4412 N.W. 74th Avenue
Miami, Florida 33166

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All of the said directors are of full age and at least one of them is a citizen of the United States.

ARTICLE VII - Initial Officers

The names and post office addresses of the officers are as follows:

PRESIDENT:

Benvindo A. Barbosa
4412 N.W. 74th Avenue
Miami, Florida 33166

VICE-PRESIDENT:

Andreia Barbosa
4412 N.W. 74th Avenue
Miami, Florida 33166

SECRETARY:

Andreia Barbosa
4412 N.W. 74th Avenue
Miami, Florida 33166

TREASURY:

Benvindo A. Barbosa
4412 N.W. 74th Avenue
Miami, Florida 33166

ARTICLE VIII - Incorporator

The name and address of the person signing these articles are:
Benvindo A. Barbosa 4412 N.W. 74th Avenue Miami, Florida 33166

ARTICLE IX - Distribution

The name and post office addresses of each subscriber of this Articles of Incorporation, and the number of shares of stock which each agrees to take and the sums subscribed to and paid are as follows;

NAME	ADDRESS	SHARES
Benvindo A. Barbosa	4412 N.W. 74th Ave. Miami, Florida 33166	375
Andreia Barbosa	4412 N.W. 74th Ave. Miami, Florida 33166	125

ARTICLE X - Effective Date

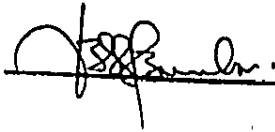
These Article of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board

of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3 day of December, 1996.



STATE OF FLORIDA)

SS

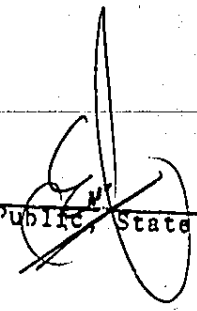
COUNTY OF DADE)

BEFORE ME, A Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared

Bernardo A. Barbosa
_____ known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the States and County aforesaid, this 3 day of December, 1996.

OFFICIAL NOTARY SEAL
JOSE A PEREZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC459407
MY COMMISSION EXP. MAY 11, 1999


_____ Notary Public, State of Florida
at Large

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT Big Ben Group, Inc.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF Miami
(CITY)

STATE OF Florida, HAS NAMED Benvido A. Barbosa
(STATE) (NAME OF RESIDENT AGENT)

LOCATED AT 4412 N.W. 74th Avenue Miami, Florida 33166
(STREET ADDRESS AND NUMBER OF BUILDING, POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF Miami, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA,

SIGNATURE [Signature]
(CORPORATE OFFICER)

TITLE President

DATE 12/3/96

SECRETARY OF STATE
TALLAHASSEE FLORIDA
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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE [Signature]
(RESIDENT AGENT)

DATE 12/3/96