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5/23/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: BEVERLY ADAMS, INC.

AUDIT NUMBER.....H97000008562

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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497-8562

ARTICLES OF INCORPORATION

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Article 1: Name of Corporation BEVERLY ADAMS, INC.
Address of Corporation 3930 SOUTH ROOSEVELT BLVD. E211
KEY WEST, FLORIDA 33040

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 12,000, with a par value of none. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED OFFICE: BEVERLY NURKIEWICZ
and 3930 SO. ROOSEVELT BLVD. E 211
REGISTERED AGENT: KEY WEST, FLORIDA 33040

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation.

Beverly Nurkiewicz 5/20/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Secretary/Additional Directors.
1. BEVERLY NURKIEWICZ 3930 So. ROOSEVELT BLVD. E 211, KEY WEST, FL 33040
2. JAMES NURKIEWICZ 3930 So. ROOSEVELT BLVD. E 211, KEY WEST, FL 33040
3. CLARENCE WOOD 2437 ILLINOIS AVENUE, GRANITE CITY, IL 62040

Article 5: The Name and Address of the INCORPORATOR is:

BEVERLY NURKIEWICZ
3930 SOUTH ROOSEVELT BOULEVARD SUITE E 211
KEY WEST, FLORIDA 33040

In witness whereof I have subscribed my name

Beverly Nurkiewicz
Signature of Incorporator

BEVERLY NURKIEWICZ

Prepared by:

ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571

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