



THE UNITED STATES
CORPORATION
COMPANY

P97000068828

ACCOUNT NO. : 072100000032

REFERENCE : 485897 100198A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : August 5, 1997

ORDER TIME : 10:46 AM

ORDER NO. : 485897-005

500002258485--3

CUSTOMER NO: 100198A

CUSTOMER: Mitchell Fogel, Esq
MITCHELL C. FOGEL, P.A.

Suite 105
2499 Glades Road
Boca Raton, FL 33431

DOMESTIC FILING

OF SOUTH FLORIDA.

NAME: B.C. ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

FILED
97 AUG - 5 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 AUG - 5 PM 12:16
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

1300 AUG - 8 1997

W97-18035

5
4



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 5, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: B.C. ASSOCIATES, INC.
Ref. Number: W97000018035

RESUBMIT

Please give original
submission date as file date.

We have received your document for B.C. ASSOCIATES, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 797A00039787

RECEIVED
97 AUG -7 PM 3:29
DIVISION OF CORPORATIONS

FILED
97 AUG -5 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
B.C. ASSOCIATES OF SOUTH FLORIDA, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I: NAME OF CORPORATION

The name of the Corporation shall be B.C. ASSOCIATES OF SOUTH FLORIDA, INC.

ARTICLE II: PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful activity or to transact any lawful business for which corporations may be incorporated pursuant to the Florida Business Corporation Act, Chapter 607, Florida Statutes, as amended.

ARTICLE III: PRINCIPAL OFFICE

The principal office and mailing address of the Corporation is 9939-A Boca Gardens Trail, Boca Raton, Florida 33496.

ARTICLE IV: TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V: CAPITAL STOCK

The total authorized capital stock of the corporation shall be Ten Thousand (10,000) shares of common stock having a par value of \$.01 per share.

ARTICLE VI: REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is 9939-A Boca Gardens Trail, Boca Raton, Florida 33496. The name of the initial registered agent at that address is Bruce C. Boddie.

ARTICLE VII: BOARD OF DIRECTORS

The business of the Corporation shall be managed by its board of directors, the number of which shall be determined in accordance with the Corporation's bylaws. Initially the board of directors shall consist of two (2) members, the names and addresses of whom are:

<u>NAME</u>	<u>ADDRESS</u>
Bruce C. Boddie	9939-A Boca Gardens Trail Boca Raton, Florida 33496
Craig Pruzan	9939-A Boca Gardens Trail Boca Raton, Florida 33496

ARTICLE VIII: PREEMPTIVE RIGHTS

Holders of common stock of the Corporation shall have the right to subscribe for and purchase their pro rata shares of any new common stock which may be issued by the Corporation at the price at which the new common stock is offered to others.


ARTICLE IX: INCORPORATOR

The name and address of the person signing these Articles of Incorporation as Incorporator is:

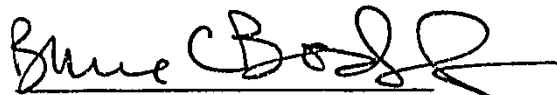
Bruce C. Boddie
9939-A Boca Gardens Trail
Boca Raton, Florida 33496

FILED
97 AUG -5 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 4th day of August, 1997.


Bruce C. Boddie

The undersigned, named as the registered agent in Article VI of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.325.


Bruce C. Boddie