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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
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NAME: B.E.A.M. MARKETING GROUP, INC.  
AUDIT NUMBER.....H97000014941  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..1 PAGES..... 3  
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

B.E.A.M. MARKETING GROUP, INC.

The undersigned incorporator, for the purpose of forming a corporation under Florida General Corporation Act, hereby adopt the following Articles of incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

B.E.A.M. MARKETING GROUP, INC.

The principal place of business of this corporation shall be:

9015 S.W. 125 AVENUE #205  
MIAMI, FLORIDA 33186

ARTICLE II NATURE OF BUSINESS

The corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: ONE HUNDRED (100)

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: BELKIS J. AMADOR  
9015 S.W. 125 AVENUE #205  
MIAMI, FLORIDA 33186  
Phone: (305) 641-2332

ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, is:

BELKIS J. AMADOR  
9015 S. W. 125 AVENUE #205  
MIAMI, FLORIDA 33186

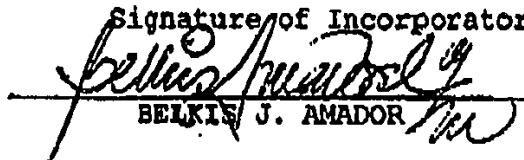
ARTICLE VI INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

BELKIS J. AMADOR  
9015 S. W. 125 AVENUE #205  
MIAMI, FLORIDA 33186

IN WITNESS WHEREOF, the undersigned incorporator(s)  
has(have) executed these Articles of Incorporation this  
9 day of September, 1997.

Signature of Incorporator

  
BELKIS J. AMADOR

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.324, 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.

1. The name of the corporation:

B.E.A.M. MARKETING GROUP, INC.

2. The name and address of the registered agent and office is:

BELKIS J. AMADOR  
9015 S. W. 125 AVENUE #205  
MIAMI, FL 33186

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SIGNATURE

*Belkis J. Amador*  
BELKIS J. AMADOR  
DIRECTOR

TITLE

DATE SEPTEMBER 9, 1997

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

*Belkis J. Amador*  
BELKIS J. AMADOR

DATE SEPTEMBER 9, 1997