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FLORIDA DIVISION OF CORPORATIONS
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FROM: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL,
CONTACT: SUSAN OSBORNE
PHONE: (954) 761-2910

ACCT#: 076077000521

FAX #: (954) 764-4996

NAME: BE-CON, INC.

AUDIT NUMBER.....H97000017468

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

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**ARTICLES OF INCORPORATION
OF
BE-CON, 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 this Corporation shall be:

Be-Con, Inc.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and the mailing address of this Corporation is 126 Third Avenue, North, Suite 102, Safety Harbor, Florida 34695.

**ARTICLE III
AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

**ARTICLE IV
ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of this Corporation in the State of Florida is 126 Third Avenue, North, Suite 102, Safety Harbor, Florida 34695 and the initial registered agent of this Corporation at that address shall be Richard S. Bacon.

Prepared by:

Michael H. Kniel, Esq. FL Bar #0196934
Ruden McCluskey, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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**ARTICLE V
INCORPORATOR**

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

Peter Bennett
126 Third Avenue, North
Suite 102
Safety Harbor, Florida 34695

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 7 day of
October, 1997.


Peter Bennett

THE UNDERSIGNED, named as the registered agent in Article IV 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 607.0505.


Richard S. Bacon

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