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LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

EFFECTIVE DATE

4/30/98

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-05/01/98--01053--028

****122.50 ****122.50

OFFICE USE ONLY

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

1. BEYOND 21, INC.

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time

2.00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

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

K. Rolfe

MAY 01 1998

FILED
98 MAY -1 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 MAY -1 AM 11:24
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
BEYOND 21, INC.

EFFECTIVE DATE
4-30-98

FILED
98 MAY -1 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

Article I - Name

The name of the corporation is BEYOND 21, INC.

Article - Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within thirty (30) days exclusive of legal holidays after these Articles are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Article III - Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 2,000 shares of common stock having a par value of \$ 10.00 per share.

- (b) Preemptive Rights. Shareholders shall have no preemptive rights.
- (c) Cumulative Voting. Cumulative voting shall not be permitted.

Article V - Initial Registered Office and Agent

The street address of the initial register office of this corporation is 155 Sunrise Drive, Suite 4A, Key Biscayne, FL 33149 and the name of the initial register agent of this corporation at that address is Janet M. Bou. The mailing of this corporation is P.O. Box 1347 Key Biscayne, FL 33149.

Article VI - Directors

(a) Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one.

(b) Initial Director. The name and street address of the directors of the corporation is:

Name	Street Address
Janet M. Bou	155 Sunrise Dr., Suite 4A Key Biscayne, FL 33149

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII - Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the director.

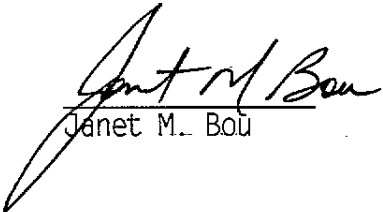
Article VIII - Incorporator

Janet M. Bou
155 Sunrise Dr. Suite 4A
Key Biscayne, FL 33149

Article IX - Amendment

This corporation reserves the right to amend or repeal any provisions contained in this Article of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

In witness Whereof the incorporator has executed these Articles the 30 day of April 1998.


Janet M. Bou

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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 is: Beyond 21, Inc.

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

Janet M. Bon
(NAME)
155 Sunrise Dr. Ste. 4-A
(P.O. BOX NOT ACCEPTABLE)
Key Biscayne, FL 33149
(CITY/STATE/ZIP)

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98 MAY -1 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Janet M. Bon

DATE

April 30th, 1998

REGISTERED AGENT FILING FEE: \$35.00