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K & K Accounting & Tax Service, Inc. 4700 N. State Road 7 Suite 221 Fort Lauderdale, Florida 33319 (305) 485-5252 Fax (305) 485-4045

June 1, 1998

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

200002551222--7 -06/08/98--01083--001 ******70.00 ...******70.00

Dear Sirs:

Enclosed are two (2) Copies of Articles of Incorporation of CAPITAL B DEVELOPMENT, INC. and the appointment of registered agent for filing purposes.

Also, enclosed is a check for \$70.00 to cover charter tax, filing fees, registered agent filing fee. No certified copy is requested at this time.

Thank you for your prompt attention to this matter.

Please remit the approved Articles of Incorporation to the above address.

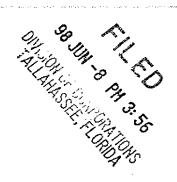
Very Sincerely,

Accounting & Tax, Inc

Donna Kent,

Accountant

98 JUN -8 PM 3: 56
WHAPPORATION



ARTICLES OF INCORPORATION

OF

CAPITAL B DEVELOPMENT, INC.

The Undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

- 1. The name of the corporation is as follows: CAPITAL B DEVELOPMENT, INC.
- 2. The period of its duration is perpetual.
- 3. The purpose is to engage in any activities or business permitted under the laws of the United States and the state of Florida.
- 4. The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: 1,000 shares at par value of \$1.00 per share, common stock. All of the stock shall be payable in cash or other property, real or personal, tangible or intangible, or in labor or services actually performed for the corporation, in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

- 5. This corporation shall commence to exist on the date which the Articles of Incorporation are filed in the Office of the Secretary of the State of Florida.
- 6. The principal office, registered agent, and registered office address is:

BRETT J. KNESZ - SS #264-39-4859 5905 PALM TRACE LANDINGS DRIVE #106 DAVIE, FLORIDA 33329

7. The number of directors constituting its initial board of Directors is two (2), whose name and address is as follows:

BRETT J. KNESZ - SS #264-39-4859 5905 PALM TRACE LANDINGS DRIVE #106 DAVIE, FLORIDA 33329

DEREK KNESZ - SS #263-89-8803 812 NORTHEAST 10 STREET HALLANDALE, FLORIDA 33009

8. The name and address of the initial incorporators is as follows:

BRETT J. KNESZ - 900 SHARES 5905 PALM TRACE LANDINGS DRIVE #106 DAVIE, FLORIDA 33329

DEREK KNESZ - 100 SHARES 812 NORTHEAST 10 STREET HALLANDALE, FLORIDA 33009 9. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation".

SIGNED ON THE FOLLOWING DATE:

UNE 2 , 1

BRETT J. KNESZ Registered Agent BRETT J. KNESZ Incorporator

> DEREK KNESZ Incorporator

SWORN TO AND SUBSCRIBED

BEFORE ME THIS OND DAY OF TUNE, 1998.

STATE OF FLORIDA }

SS# 264-39-4859

COUNTY OF BROWARD }

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared BRETT J. KNESZ and DEREK KNESZ, who, after first being duly sworn, deposes and says that they are the persons described in and who subscribed to the Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth and furthermore, that the above facts are true and correct to the best of their knowledge and belief of BRETT J. KNESZ and DEREK KNESZ.

SWORN TO AND SUBSCRIBED before me this AND day of June, 1998.

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA

LOURDES LAVASTIDA
MY COMMISSION # CC 519175
EXPIRES: December 18, 1999
Bonded Thru Notary Public Underwriters