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LEZARUS CORPORATE FILING SERVICE, INC.
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LOCAL REPRESENTATIVE TALLAHASSEE

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*****78.75 *****78.75

OFFICE USE ONLY

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

1. B & G ENTERPRISES 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

99 JAN 25 PM 3:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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

RECEIVED
99 JAN 22 AM 11:38
DIVISION OF CORPORATIONS

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 22, 1999

LAZARUS

MIAMI, FL

SUBJECT: B & G ENTERPRISES INC.
Ref. Number: W99000001659

We have received your document for B & G ENTERPRISES INC.. 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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 299A00003054

RECEIVED

99 JAN 27 PM 2:58

DIVISION OF CORPORATION

Certificate of Incorporation

of

H.C.C. ENTERPRISES INC.

FILED
99 JAN 25 PM 3:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers to these ARTICLES OF INCORPORATION a natural persons competent to contract, form a corporation under the laws of the State of Florida.

Article One

The name of this business corporation shall be:

H.C.C. ENTERPRISES INC.

Article Two

The general nature of business or businesses to be transacted will be: To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebttness, execute mortgages, transfer of corporate property or other instrument to secure the payment of corporate property indebttness as required.

This corporation may engage in any activity or business permitted under the laws of the United States of America and laws of the State of Florida, including all of the above, but not limited to same.

Article Three

Terms of Existence

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: UPON ACCEPTANCE BY THE SECRETARY OF STATE.

Article Four

Capital Stock

- A. Designation: The Stock of this corporation shall be known as common stock.**
- B. Authorized: The maximum number of shares of common stock that this corporation may issue is: (100) SHARES**

- C. **Par-Value:** Each share of common stock shall have a par value of :
TEN (\$10:00) DOLLARS.
- D. **Considerations:** Shares of common stocks may be issue in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- E. **Non-Assessability:** Each share of common stock shall be issue in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.
- F. **Voting Rights:** Each Share of common stock entitles the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation.
- G. **Dividends:** Record holders of common stock are entitled to receive their pro-rate share of any dividends that may be declared by the board of Directors out of assets legally available for such purpose.
- H. **Liquidation:** Holders of common stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

Article Five

Minimum Capital

The amount of capital with which the corporation shall begin shall not be less than:
ONE THOUSAND AND 00/100 (\$1,000.00) DOLLARS

Article Six

Corporate Address

The initial Post Office address of the principal office of this corporation in the State of Florida is: 7085 WEST 4TH AVENUE HIALEAH, FLORIDA 33014

Article Seven

Number of Directors

This corporation shall have three Directors initially, although the number of Directors may increase or diminish from time to time by the stockholders but shall never be less than one.

Article Eight

First Board of Directors

PRESIDENT/DIRECTOR: GEORGINA CALZADO

Article Nine

Subscribers Address

The address of the subscribers of these Articles of Incorporation, and the number of shares of stock they agree to take and value of the consideration thereof is:

GEORGINA CALZADO 100 SHARES PAR VALUE \$1,000.00

Article Ten

Amendment

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

Article Eleven

Resident Agent

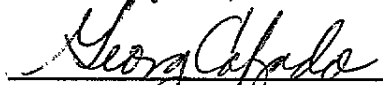
The Resident Agent of this corporation is:

GEORGINA CALZADO 7085 West 4th Ave Hialeah, FL 33014

The Corporation may change its resident agent and principal office any time.

IN WITNESS WHEREOF, the undersigned subscriber does make, subscribe, acknowledge and file this Certificate for the purpose of forming a corporation for profit under the laws of the State of Florida.

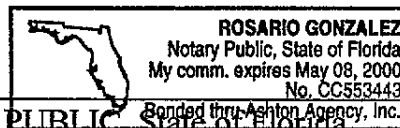
DATE: January 15th, 1999


GEORGINA CALZADO

STATE OF FLORIDA)
COUNTY OF DADE)

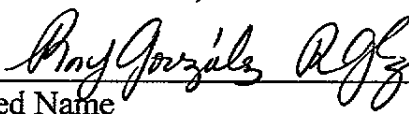
BEFORE ME, the undersigned authority, personally appeared GEORGINA CALZADO to me well known and known to me to be the individuals described in, and who executed the foregoing Certificate of Incorporation, and who acknowledge before me that the same was executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at the city of Miami, County of Dade, State of Florida, This 15th day of JANUARY, 1999



NOTARY PUBLIC, State of Florida

My Commission Expires:


Printed Name

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

7085 WEST 4TH AVENUE HIALEAH, FLORIDA 33014

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.:

H.C.C. ENTERPRISES INC.

desiring to organized under the Laws of the STATE OF FLORIDA, with its principal office indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, as named:

**GEORGINA CALZADO
7085 West 4th Avenue
Hialeah, Florida 33014**

as its agent to accept service of process within this state

Dated: 1-15-1999

Georgina Calzado
GEORGINA CALZADO

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE ESTATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISION OF THE SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

Dated: 1-15-1999

Georgina Calzado
GEORGINA CALZADO, Registered Agent

FILED
99 JAN 22 PM 3:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA