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CARL T. WATKINS. P.A.

CERTIFIED PUBLIC ACCOUNTANT

7345 Jackson Springs Road, Suite 3 Tampa, Florida 33634 813-884-7245

March 12, 1999

Florida Department of State Division of Corporations, New Filing Section P.O. Box 6327 Tallahassee, Florida 32314 000002805870-- 5 -03/15/39--01038--006 *****78.75 *****78.75

Dear Sir:

I have enclosed an Articles of Incorporation to establish a new domestic corporation in the State of Florida in the following name:

BEA * A * STAR, INC.

I have also enclosed a check for \$78.75 for the applicable filing fee and certificate of status. I am requesting that you process these Articles of Incorporation as soon as possible and return the corporation charter number to me at the above address. I have also enclosed a second copy of the Articles for you to stamp and return to me.

Sincerely yours,

Carl T. Watkins, CPA

Carl T. Wetter

2 Encl's

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 22, 1999

CARL T. WATKINS, P.A. 7345 JACKSON ROAD SUITE 3 TAMPA, FL 33634

SUBJECT: BEA * A * STAR, INC. Ref. Number: W99000006839

We have received your document for BEA * A * STAR, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6067.

Neysa Culligan Document Specialist

Letter Number: 199A00014047

ARTICLES OF INCORPORATION

FILED

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OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

BEA * A * STAR * ENTERPRISES, INC.

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the Corporation shall be: BEA * A * STAR * ENTERPRISES, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal office of the Corporation shall be located at 9736 Fredericksburg Rd., Tampa, Fl. 33635 but the Corporation shall have power to establish branch offices and other places of business at such other places within or without the State of Florida, as may be determined and deemed expedient by the Directors.

ARTICLE III: CAPITAL STOCK

The capital stock of the Corporation shall be divided into shares of \$1.00 par value, with 7500 shares of common stock authorized, and each share shall entitle the holder thereof to vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, with property or in labor or services, at a valuation fixed by the incorporators or by the Board of Directors,

at a meeting called for such purpose.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Carl T. Watkins, CPA

7345 Jackson Springs Rd.

Tampa, Fl. 33634

ARTICLE V: INITIAL BOARD OF DIRECTORS

The name and address of each member of the Board of Directors of the Corporation are:

Beatrix A. Rahms

9736 Fredericksburg Rd.

Tampa, Fl. 33635

ARTICLE VI: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Carl T. Watkins, CPA

7345 Jackson Springs Rd.

Tampa, Fl. 33634

The undersigned has executed these Articles of Incorporation, this 11th day of March 1999.

Carl T. Watherie

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHO PROCESS MAY BE SERVED

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designation of its registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: BEA * A * STAR * ENTERPRISES, INC.
- 2. The name and street address of the registered agent and office is:

Carl T. Watkins, CPA

7345 Jackson Springs Rd.

Tampa, Fl. 33634

HAVING BEEN NAMED AS REGISTERED AGENT 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.

Carl T. Watkins

Paul T. Walkins

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