P99000037988 CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

<u>OF</u>

BENEFICIAL CONCEPTS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article I. Name.

The name of the Corporation is: Beneficial Concepts, Inc.

<u>Article II.</u> Duration

The duration of the Corporation is perpetual, or until dissolved on a vote of the shareholders as provided in these articles.

Article III. Purpose.

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- C. The general nature of the business to be transacted by this corporation shall be any activity or business permitted under the laws of the United States of America and the State of Florida.

Article IV. Capital Stock.

The aggregate number of shares which the Corporation is authorized to issue or have outstanding at any one time is One Hundred (100) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article V. Initial Principal Office and Registered Agent.

The street address of the initial Principal Office of the Corporation is 1202 NW 8th Avenue, Okeechobee, Florida, and the name of its initial Registered Agent is I. E. "JIM" BYRD, whose address is 1202 NW 8th Avenue, Okeechobee, Florida 34973.

Article VI.
Initial Board of Directors.
Officers and Subscribers.

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The following are the names and street addresses of the persons who shall constitute the initial Board of Directors of the corporation, and the persons holding office for the first year of the corporation's existence, or until their successors are elected and have qualified, and each of the following named persons is a subscriber to these Articles of Incorporation.

NAME ADDRESS OFFICE

I. E. "Jim" Byrd 1202 NW 8th Avenue, Okeechobee, Florida President/Director

Article VII.
Amendment.

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them.

Article VIII. Transfer of Stock.

Any limitation upon the transferability or assignment of stock shall be a valid matter of agreement which stockholders may include in any agreement among themselves.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this <u>a /</u> day of April, 1999.

l. E. "Jim" Byrd

STATE OF FLORIDA COUNTY OF DESOTO

Before me personally appeared, I. E. "JIM" BYRD to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this Alay of April, 1999.

(SEAL)

Carolyn F Dyal

My Commission CC674979

Expires August 26, 2001

Notary Public

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of BENEFICIAL CONCEPTS, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 20th day of April, 1999.

Registered Agent