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SCOTT J. LEITTEN  
Attorney

May 4, 1999

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

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-05/20/99--01057--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: B.E.L. Marketing Services, Inc.

To Whom It May Concern:

I have enclosed an original and one copy of the Articles of Incorporation, Certificate of Registered Agent, and our check in the amount of \$78.75 for the filing fees and Certificate of Status.

Please forward to me the date stamped copies and Certificate of Status.

Very truly yours,  
BLOCK & COLUCCI, P.C.

Scott J. Leitten

SJL:jmt

Enc.

FILED  
99 MAY 20 AM 7:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

See 5/26

**ARTICLES OF INCORPORATION  
OF  
B.E.L. MARKETING SERVICES, INC.**

FILED  
99 MAY 20 AM 7:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida:

**ARTICLE I - CORPORATE NAME**

The name of this Corporation is **B.E.L. MARKETING SERVICES, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

The mailing address of this Corporation shall be: 310 190th Street, Sunny Isles, Florida, 33160.

**ARTICLE III - PURPOSE**

This Corporation is organized for the purpose of transaction any or all lawful business of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 310 190th Street, Sunny Isles, Florida, 33160, and the name of the initial registered agent of this Corporation at that address is Bryon E. Levine.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have one (1) Director to hold office until the first annual meeting of stockholders and his successors shall have been duly elected

and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the by-laws of the Corporation. The name and address of the initial Director is:

Bryon E. Levine: 310 190th Street, Sunny Isles, Florida, 33160

#### **ARTICLE VII - OFFICERS**

The Officers of the Corporation who shall conduct the business of the Corporation during the first year of its existence or until their successors are elected and qualified shall be:

President: Bryon E. Levine  
Vice President: Bryon E. Levine  
Secretary: Bryon E. Levine  
Treasurer: Bryon E. Levine

#### **ARTICLE VIII - INCORPORATOR**

The name and address of the Incorporator signing these articles is:

Bryon E. Levine, 310 190th Street, Sunny Isles, Florida, 33160.

#### **ARTICLE IX - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE X - INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer of Director, the full extent permitted by law.

**ARTICLE XI - AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XII - COMMENCEMENT**

This Corporation shall commence its existence upon the filing of these Articles of Incorporation pursuant to Florida Statute 607.167.

**ARTICLE XIII - TERM OF EXISTENCE**

This Corporation shall exist perpetually unless sooner dissolved according to Florida law and shall commence its corporate existence upon the filing of these Articles of Incorporation.

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: May 17, 1999

  
\_\_\_\_\_  
**BRYON E. LEVINE**

**CERTIFICATE AND ACKNOWLEDGMENT  
OF REGISTERED AGENT**

***Certificate of Registered Agent  
Of***

**B.E.L. MARKETING SERVICES, INC.**

*(name of corporation)*

FILED  
99 MAY 20 AM 7:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above Corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 310 190th Street, Sunny Isles, Florida, 33160.

has named **BRYON E. LEVINE** located at the aforesaid address, as its Registered Agent to accept service of process within this state.

**ACKNOWLEDGEMENT**

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
BRYON E. LEVINE