1000/00/50 Requestor's Name 99 NOV 12 AM 9: 40 SECRETARY OF STATE Address TALLAHASSEE, FLORIDA City/State/Zip Phone # Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Docume 100003043031— -11/12/99—01086—006 *****78.75 *****78.75 (Corporation Name) (Document m, (Corporation Name) (Document #) Certified Copy Walk in Pick up time Certificate of Status Will wait Photocopy Mail out NEW FILINGS AMENDMENTS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement

Trademark

Other

Examiner's Initials PN 11/16/5/

1475 NE 121st Street Apt C - 405 N. Miami, Fl 33161

Division of Corporations P.O. Box 6327 Tallahassee, Fi 33214

November 6, 1999

RE: B&PAMERICA, INC.

As an Officer and Director of the above named corporation, which was incorporated on April 14, 1998 and administratively dissolved on September 24, 1999, I hereby state that we have no intention of reinstating this corporation.

We hereby release the name of this corporation

Yours sincerely,

Eduardo Correa Bianchi

President

STATE OF FLORIDA COUNTY OF DADE

Before me, the undersigned Authority, personally appeared EDUARDO CORREA BIANCHI to me well known and known to be the person described herein and who acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 6th day of

My commission expires:

OFFICIAL NOTARY SEAL ROSS A J GORE

FILED

ARTICLES OF INCORPORATION OF B & P AMERICA, INC

99 NOV 12 AM 9: 40 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is B & P America, Inc, the mailing address is P.O Box 612732, Miami, Fl 33122

ARTICLE II - DURATION

This corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of conducting any lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of stock \$1.00 par value, which said shares shall be designated as "Common Shares"

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Corporation is is 673 NE 73rd Street, Miami, Fl 33138. The name of the initial Registered Agent of this corporation is Ross A.J. Gore.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) initial directors. The number of directors may increase from time to time by the Bye Laws but shall never be less than two (2). The names and addresses of the initial directors of this Corporation are:

Eduardo Correa Bianchi P.O. Box 612732 Miami, Fl 33261 Vera Lucia Pacheco P.O. Box 612732 Miami, Fl 33261

ARTICLE VIII - INCORPORATION

The name address of the person signing these Articles is:

Eduardo Correa Bianchi P.O. Box 612732 Miami, Fl 33261

ARTICLE IX

This Corporation shall have all the corporate powers enumerated in the Florida General Corporations Act.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend, rescind, or appeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.

IN WITNESS WHEREOF, the undersigned sub-	scriber has executed these Articles of
Incorporation this 6th day of Neveru	ben, 1999
Edi	und - L. uardo Correa Bianchi
STATE OF FLORIDA	
COUNTY OF DADE	
Before me, the undersigned authority, personally me well known and known to me to be the perso before me that he executed the same for the purp	n described in and who acknowledged to and
WITNESS my hand and official seal this	day of November, 1999
	Nontru.
Notary Public	
My Commission expires :	PRY PUO OFFICIAL NOTARY SEAL

COMMISSION EXPIRES NOV. 6,2000

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above stated Corporation, at a place designated in the Articles of Incorporation, I hereby agree to act in that capacity, to comply with the Provisions of Florida Statutes Section 48.091 and any Amendments hereto and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS V		e hereunto se	et my hand and seal this _	6th	_day of
November	, 1999				
		, **			
			Non Grow		 .

Ross A.J. Gore

99 NOV 12 AM 9: 40
SECRETARY OF STATE
SECRETARY OF STATE