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NOVEMBER 29, 1999

TIM BURCH
DOCUMENT SPECIALIST
FLORIDA DEPT. OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6372
TALLAHASSEE, FLORIDA 32314

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

RE.: DON BEACH & *Associates, Inc.*
~~ASSOCIATES, INC.~~

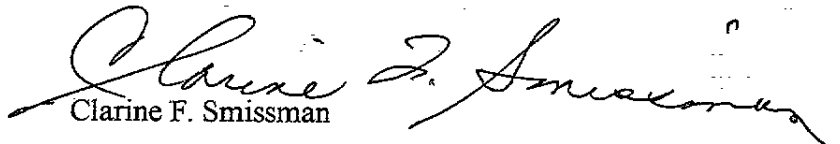
Dear Mr. Buirch:

I spoke with you earlier today about the registration of the enclosed ARTICLES OF INCORPORATION for DON BEACH & ASSOCIATES, INC. The articles were returned to me with the original of the enclosed letter and I returned the corrected copy to you on or about November 13, 1999 for registrations. However, I understand that you never received them. Therefore, I am again sending an original of the Articles plus a copy of the letter. Please process this as quickly as possible and send the notice of incorporation and corporate number to Mr. Beach at the following address:

DONALD BEACH
DON BEACH & ASSOCIATES, INC.
1062 Abell Circle
Oveido Florida 32765

Thank you for your cooperation and assistance in this matter.

Sincerely yours,


Clarine F. Smissman

T. Burch NOV 30 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 10, 1999

CLARINE F. SMISSMAN
530 EAST CENTRAL BLVD STE 1804
ORLANDO, FL 32801

SUBJECT: DON BEACH & ASSOCIATES, LTD
Ref. Number: W99000025907

We have received your document for DON BEACH & ASSOCIATES, LTD 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 use of LIMITED or LTD. is not acceptable as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

Article VII states there will be four (4) director(s), whereas two (2) is/are listed.

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) 487-6928.

Tim Burch
Document Specialist

Letter Number: 099A00054228

**ARTICLES OF INCORPORATION
OF
DON BEACH & ASSOCIATES, INC.**

ARTICLE I - DON BEACH & ASSOCIATES, INC.

The name of this corporation is DON BEACH & ASSOCIATES, INC.

ARTICLE II - PURPOSES

This corporation is organized for the purpose of transacting any or all lawful business pursuant to the provisions of Chapter 607, Florida Statutes.

ARTICLE III - CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 7,000 shares all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV - PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 1062 Abell Circle, Oviedo, Florida 32765. The mailing address of the corporation is the same.

ARTICLE V - DURATION

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1062 Abell Circle, Oviedo, Florida 32765 and the name of its initial registered agent at such address is Don Beach.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and address of the initial Directors of this corporation are:

Donald Bramston Beach
1062 Abell Circle
Oviedo, Florida 32765

Ann Beach
1062 Abell Circle
Oviedo, Florida 32765

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these ARTICLES OF INCORPORATION is:

Donald Bramston Beach
1062 Abell Circle
Oviedo, Florida 32765

IN WITNESS WHEREOF, the undersigned subscriber has
executed these ARTICLES OF INCORPORATION this 17 day of
November, 1999.

Donald B. Beach.
DONALD BRAMSTON BEACH

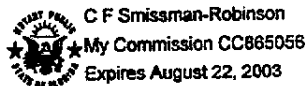
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgements
in the State and County set forth above, personally known to me
appeared DONALD BRAMSTON BEACH, known by me to be the person who
executed the foregoing ARTICLES OF INCORPORATION, and who acknowl-
edged before me that he executed those ARTICLES OF INCORPORATION.

THE FOREGOING INSTRUMENT was acknowledged before me this ____
day of November, 1999, by DONALD BRAMSTON BEACH, who is personally
known to me.

WITNESS my hand and official seal in the County and State last
aforesaid this 17th day of November, 1999.

Clarine F. Smissman
CLARINE F. SMISSMAN
Notary Public-State of Florida Robinson



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

Pursuant to Chapter 48.091 and 607.0501, Florida Statutes, the following is submitted in compliance with said Act.

FIRST: That DON BEACH & ASSOCIATES, INC. desiring to organize under the laws of the State of Florida, with its principal offices located at 1062 Abell Circle, Oviedo, Florida 32765, has named Donald Bramston Beach, of 1062 Abell Circle, Oviedo, Florida 32765 as its agent to accept service of process within this State.

SECOND: Having been named as registered agent and 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.


DONALD BRAMSTON BEACH