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LAW OFFICES OF  
MIGUEL A. MENDEZ, JR., P.A.

MIGUEL A. MENDEZ, JR.

ATTORNEYS & COUNSELLORS AT LAW

WEST PALM BEACH  
(561) 366-9595

PARALEGAL STAFF  
LOURDES R. MARTINEZ  
ARIS OROZCO

HARVEY BUILDING, SUITE 800  
224 DATURA STREET  
WEST PALM BEACH, FLORIDA 33401

BOCA RATON  
(561) 362-4300

OFFICE ADMINISTRATOR  
VICKIE T. SEDBERRY

TOLL FREE  
1-800-470-3301

December 3, 1999

TELECOPIER  
(561) 366-9596

E-MAIL  
mendezlaw@ibm.net

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

UPS OVERNIGHT MAIL

RE: MATTER: ~~Fictitious Name Registration~~  
NAME: ~~MB, Inc.~~ Belski Enterprises, Inc.

000003063300--2  
-12/07/99-01074-004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir/Madam:

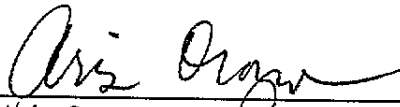
Enclosed please find the Fictitious Name Registration package together with a check in the amount of \$87.50 payable to the Secretary of State representing the registration fee, and the fee for obtaining a Certificate of Status.

Kindly obtain a certified copy of the Articles of Incorporation for return mail and, if you would be so kind as to call our office upon receipt of the charter number so that we may notify our client immediately.

Thank you for your professional attention to this important matter.

Very truly yours,

LAW OFFICES OF MIGUEL A. MENDEZ, JR., P.A.



BY: Aris Orozco, Paralegal

FILED  
1999 DEC -7 AM 11: 29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AO/tbm

Enclosures

xc: Michael J. Belski

A. Howell DEC 9 1999

FILED  
1999 DEC -7 AM 11: 29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**BELSKI ENTERPRISES, Inc.**

The undersigned, for the purpose of forming a corporation under the provisions of the Florida General Corporation Act as set forth in Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**Corporation Name and Initial Address**

The name of this corporation shall be **Belski Enterprises, Inc.** The initial address shall be 13343 Kingsbury Drive, Wellington, Florida 33414.

**ARTICLE II**

**Corporate Existence**

This corporation shall have perpetual existence commencing upon the filing of these Articles with the Office of the Secretary of State for the State of Florida. The corporation shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE III**

**Nature of Business**

The general nature of the business to be transacted by this corporation is to engage in the operation of a sales and marketing enterprise, and to include but not be limited to any and all other incidental and consequential business, marketing, promotional and contractual ventures associated thereto, and to engage in any and all other business as permitted under the laws of the State of Florida.

**ARTICLE IV**

**Authorized Shares of Capital Stock**

The aggregate number of shares which the corporation is authorized to issue is ONE HUNDRED (100). Such shares shall be of a single class, and shall have a par value of ONE AND NO/100 DOLLARS (\$1.00) per share.

**ARTICLE V**

**Registered Office and Registered Agent**

The initial Registered Office of this corporation shall be at 13343 Kingsburry Drive, Wellington, Palm Beach County, Florida, 33414, with the privilege being granted unto it of

having its offices and branch offices at other places within or outside the State of Florida as the Board of Directors may from time to time deem appropriate and convenient.

The initial Registered Agent at the corporate address shall be **MICHAEL J. BELSKI**.

**ARTICLE VI**

**Initial Board of Directors**

The number of directors constituting the Board of Directors of the corporation shall be determined in accordance with the Bylaws, but shall not be less than one (1). The name and address of the persons who are to serve as members of the initial Board of Directors are set forth below:

<b><u>Director Name</u></b>	<b><u>Address</u></b>
MICHAEL J. BELSKI	13343 Kingsburry Drive Wellington, Palm Beach County Florida 33414

**ARTICLE VII**

**Incorporators**

The name and address of the incorporators for this corporation are as follows:

<b><u>Incorporator Name</u></b>	<b><u>Address</u></b>
MICHAEL J. BELSKI	13343 Kingsburry Drive Wellington, Palm Beach County Florida 33414

**ARTICLE VIII**

**Initial Corporate Officers**

The initial Officers of said corporation as appointed by the Incorporators are set forth below:

<b>PRESIDENT:</b>	<b>MICHAEL J. BELSKI</b>
<b>SECRETARY:</b>	<b>ELEANOR BELSKI</b>
<b>TREASURER:</b>	<b>MICHAEL J. BELSKI</b>

**ARTICLE IX**

**Indemnification**

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by those persons in connection with or arising out of any action, suit or proceeding in which those persons may be involved, by reason of those persons being or having been an officer, director or shareholder of the corporation to the fullest extent permitted by the laws of the State of Florida.

**ARTICLE X**

**Right of Alienation and Redemption**

The corporation's Board of Directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith, retaining the right of alienation of shares of stock of this corporation and providing for the purchase or redemption of the corporation of its shares of stock.

**ARTICLE XI**

**Amendments**

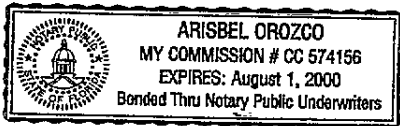
The power to adopt, alter, amend or repeal any provisions contained in these Articles of Incorporation or the Bylaws shall be vested in the Board of Directors of this corporation, and any right conferred upon the shareholders is therefore subject to this Article XI.

IN WITNESS WHEREOF, the undersigned, as incorporators, have executed the foregoing Articles of Incorporation of Belski Enterprises, Inc. of ✓ this 5<sup>th</sup> day of December, 1999.

  
By: MICHAEL J. BELSKI  
Incorporator

STATE OF FLORIDA            )  
  )ss  
COUNTY OF PALM BEACH    )

BEFORE ME, the undersigned authority authorized to administer oaths and take acknowledgements, personally appeared, MICHAEL J. BELSKI, this 5<sup>th</sup> day of December, 19 99, who is (personally known to me) or (who has produced) \_\_\_\_\_ (type of identification), who did (did not) take an oath, and acknowledged to and before me that he executed the foregoing Articles of Incorporation for the purposes therein expressed.



Arisbel Orozco  
ARISBEL OROZCO  
Notary Public, State of Florida  
Commission Number: CC 574156  
My commission expires: August 1, 2000

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

In compliance with the laws of the State of Florida, the following is submitted:

Belski Enterprises, Inc., desiring to be organized under the laws of the State of Florida, has named MICHAEL J. BELSKI, whose address is 13343 Kingsburry Drive, Wellington, Palm Beach County, State of Florida, 33414, as its statutory Registered Agent.

(2) Having been named as the statutory Registered Agent of the above corporation at the place designated in this Certification, I hereby accept the same, agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the Registered Office open.

  
\_\_\_\_\_  
MICHAEL J. BELSKI

12/5/99  
\_\_\_\_\_  
Date

FILED  
1999 DEC -7 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA