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00 SEP 29 AM 10:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Requester's Name

Address

City/State/Zip

Phone #

800 West Avenue, Suite 618
Miami Beach, Florida 33139

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

500003410215--7
-09/29/00--01092--018
*****78.75 *****78.75

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Handwritten initials and date: 10/3

Examiner's Initials

ARTICLES OF INCORPORATION
OF
BULLEMORE INTERNATIONAL ENTERPRISES CORPORATION

The undersigned natural person acting as Incorporator of a Corporation under the provisions of the Florida General Corporation Act, hereby adopts the following
ARTICLE OF INCORPORATION:

ARTICLE I
Name and address of the Corporation

The name and address of the Corporation are:

BULLEMORE INTERNATIONAL ENTERPRISES CORPORATION
800 West Avenue, Suite 618
Miami Beach, Florida 33139

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ARTICLE II
Duration

The period of duration of the Corporation is: Perpetual.

ARTICLE III
Purpose

The Corporation may engage in the activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
Capital

The Corporation shall have the authority to issue and have outstanding not more than FIVE THOUSAND (5000) shares of common stock, each having a par value of ONE DOLLAR. The stock shall be payable in cash, property, labor or any other services at just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

**ARTICLE V
Register Agent**

The initial registered address of the Corporation is 800 West Avenue, Suite 618, Miami Beach, Florida 33139, and the initial registered Agent of the Corporation is SEBASTIAN BULLEMORE, whose business office is 800 West Avenue, Suite 618, Miami Beach, Florida 33139.

**ARTICLE VI
Directors**

The Corporation shall have TWO Directors initially, whose names and address are as follows:

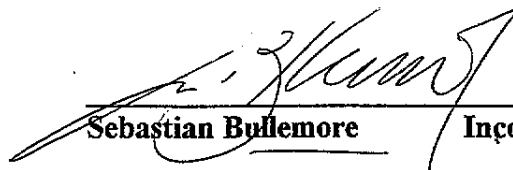
NAME	ADDRESS
Sebastian Bullemore	800 West Avenue, Miami Beach, Florida 33139
Margarita Alvarez	800 West Avenue, Miami Beach, Florida 33139.

**ARTICLE VII
Incorporator**

The name and address of the Incorporator are:

NAME	ADDRESS
Sebastian Bullemore	800 West Avenue, Miami Beach, Florida 33139.

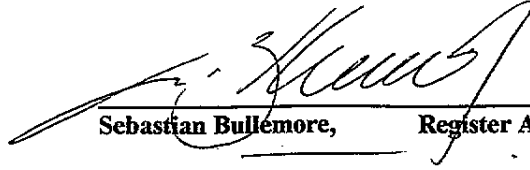
Sign in the City of Miami Beach, Florida, this 27 day of September, 2000.


Sebastian Bullemore Incorporator

Having been named as Register Agent and to accept service of process for the above stated Corporation at the place designated in the Certificate, I hereby accept the appointment as Register Agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties. I, hereby stated that I am

familiar with the State of Florida regulations for Register Agents

Sing in the City of Miami Beach, Florida, this 27 day of September, 2000.


Sebastian Bullemore, Register Agent

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