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TAX DEPOT

10097B West Oakland Park Blvd.
Sunrise, Florida 33352
(305) 748-8655

FRANK D. DEMARIA
President

January 17, 1998

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*****70.00 *****70.00

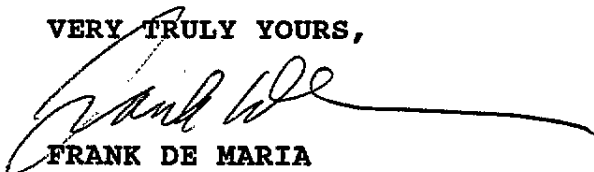
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Subject: BEE INTERNATIONAL CORP.

Enclosed is an original and one (1) copy of the Articles of Incorporation and Certificate of Designation Registered Agent and Registered Office, and a check for \$70.00.

From: FRANK DE MARIA
TAX DEPOT
10097B W. OAKLAND PARK BOULEVARD
SUNRISE, FLORIDA 33351
TELEPHONE: (305) 748-8655

VERY TRULY YOURS,


FRANK DE MARIA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JAN 20 AM 11: 23

FILED

ARTICLES OF INCORPORATION

OF

BEE INTERNATIONAL CORP.

FILED

98 JAN 20 AM 11: 23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME OF CORPORATION

The name of the corporation is BEE INTERNATIONAL CORP.

ARTICLE TWO

PRINCIPAL OFFICE

The principal office of the corporation will be 5554 NW 55TH DR. COCONUT CREEK, FLORIDA 33073.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

INITIAL CAPITAL

The amount of initial capital with which this corporation shall begin business shall be five hundred (\$500.00) dollars.

ARTICLE FIVE

SHARES

The aggregate number of shares which the corporation has authority to issue is 5,000 shares, all of which shall be common shares and shall have a par value of one (\$1.00) dollar.

ARTICLE SIX

TERM OF EXISTENCE

The duration of this corporation is perpetual.

ARTICLE SEVEN

INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is **ALBERTO BORT**. The street address of the initial registered office is 4930 FISHERMANS DRIVE, APT. C, COCONUT CREEK, FLORIDA 33063.

ARTICLE EIGHT

INCORPORATORS

The name and address of the Incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
<u>ALBERTO BORT</u>	4930 FISHERMANS DRIVE APT. C COCONUT CREEK, FL 330638
<u>DEBORAH CYNAMON</u>	5554 NW 55TH DRIVE COCONUT CREEK, FL 33073

In witness whereof, I have hereunto set my hand and seal this 17TH day of JANUARY, 1998.

Alberto Bort

ALBERTO BORT

Deborah Cynamon

DEBORAH CYNAMON

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organizing under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is: BEE INTERNATIONAL CORP.

2. The name and address of the registered agent and office is:

ALBERTO BORT
4930 FISHERMANS DRIVE APT. C
COCONUT CREEK, FLORIDA 33063

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.

Alberto Bort

ALBERTO BORT
REGISTERED AGENT
1-17-98
JANUARY 17, 1998

DATE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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