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LAZARUS CORPORATE FILING SERVICE, INC.  
(Requestor's Name)

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3320 S.W. 87th AVENUE  
(Address)

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MIAMI, FLORIDA (305)552-5973  
(City, State, Zip) (Phone #)

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LOCAL REPRESENTATIVE TALLAHASSEE

800002727768-2  
-12/31/98-01042-023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

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

1. BOUNTY INTERNATIONAL HOLDINGS, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in     Pick up time 2:00     Certified Copy  
 Mail out     Will wait     Photocopy     Certificate of Status

FILED  
 98 DEC 31 AM 11:36  
 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 98 DEC 31 AM 10:53

Examiner's Initials

Articles of Incorporation

Of

BOUNTY INTERNATIONAL HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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Article I, Name

The name of the corporation shall be: BOUNTY INTERNATIONAL HOLDINGS, INC.

Article II, Principal Office

The principal place of business and mailing address of this corporation shall be:

19233 Fisher Island Drive  
Miami Beach, FL 33109

Article III, Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any time is:

Ten Million, (10,000,000), shares at \$1.00 par value each,  
having an aggregate value of \$10,000,000.00 (Ten Million  
Dollars and 00/100)-----

Article IV, Initial Registered Agent and Address

The name and address of the initial registered agent is:

Allison Read  
19233 Fisher Island Drive  
Miami Beach, FL 33109

Article V, Incorporator

The name and street address of the incorporator to these Articles of Incorporation is:

Allison Read  
19233 Fisher Island Drive  
Miami Beach, FL 33109

Article VI, Officers and Directors

The name(s) and street address(es) of the Board of Directors and Officers of this corporation is (are):


Peter White  
19233 Fisher Island Drive  
Miami Beach, FL 33109

President

Allison Read  
19233 Fisher Island Drive  
Miami Beach, FL 33109

Chairman and  
Secretary

The undersigned has (have) executed these Articles of Incorporation this 30th  
Day of December, 1998.

  
Peter White - President

  
Allison Read - Chairman/Secretary

Certificate of Designation  
Registered Agent/Registered Office

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name of the corporation is: BOUNTY INTERNATIONAL HOLDINGS, INC.

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

Allison Read  
19233 Fisher Island Drive  
Miami Beach, FL 33109

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Signature

Peter White SR

Title

President

Date

Dec. 30, 1998

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

Signature

Allison Read

Date

Dec. 30, 1998