

PO0000012112

FRED B. SHARE, Attorney at Law

1092 Ridgewood Ave., Holly Hill, FL 32117

REPLY TO:

P. O. Box 250784

Holly Hill, FL 32125-0784

PHONE (904) 253-1030

FAX (904) 248-2425

January 21, 2000

900003110949--0
-01/26/00--01044--018
****78.75 ****78.75

Florida Department of State
Secretary of State
Post Office Box 6327
Tallahassee, FL 32314

Attention: Division of Corporations
International,
Re: STARDUST INC.

FILED
00 FEB -3 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

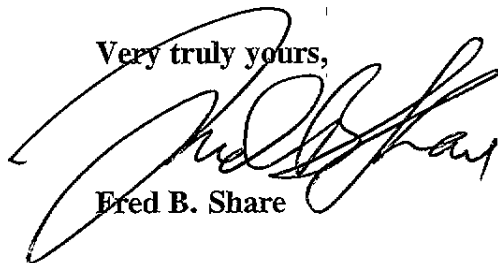
Dear Mr. Smith:

In connection with the above-referenced corporation enclosed please find the original Articles of Incorporation together with my check in the amount of \$78.75 representing the filing fee and taxes.

After filing, please certify the enclosed copy of the articles and return the same together with the certificate of incorporation to the undersigned at the above address.

Thank you for your assistance and cooperation in this matter.

Very truly yours,


Fred B. Share

FBS/bkn
Enclosures

W 2800
PW 2/3/2000 ✓



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 1, 2000

FRED B. SHARE, ESQ.
P O BOX 250784
HOLLY HILL, FL 32125-0784

SUBJECT: STARDUST, INC.
Ref. Number: W00000002800

We have received your document for STARDUST, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 900A00004726

**ARTICLES OF INCORPORATION
OF
STARDUST INTERNATIONAL, INC.**

FILED
00 FEB -3 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby makes, subscribes to, acknowledges and files these Articles of Incorporation for the purposes of organizing and incorporating a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

STARDUST INTERNATIONAL, INC.

and it shall hereinafter be referred to as the "corporation".

ARTICLE II

The date and time on which corporate existence of this corporation shall begin is 12:01 a.m. (Eastern Standard Time) on the date of filing of these articles and the corporation shall have a continuous and perpetual existence thereafter.

ARTICLE III

The general purposes for which the corporation is initially organized are the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes (1979), as amended.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is: 500. These shares shall consist of one class only, and such class shall be known as "common stock" of the corporation. Each share shall have a par value of \$.20 per share.

ARTICLE V

The street address of the initial principal and registered office shall be 470 s. Ridgewood Ave., Ormond Beach, FL 32174. The name of the initial registered agent shall be: OLGA LORE. To signify acceptance of appointment as registered agent, the registered agent named in this article has signed these articles as required by law.

ARTICLE VI

The number of directors who shall constitute the initial Board of Directors of the corporation shall be one (1). The name and street address of the person who is to serve as the member of the initial Board of Directors of the corporation is: MONIKA BAK, 169 Ponce de Leon Dr., Ormond Beach, FL 32174.

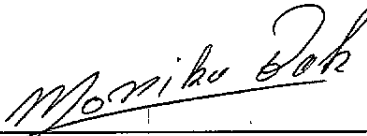
ARTICLE VII

The names and street addresses of the incorporators of the corporation are: MONIKA BAK, 169 Ponce de Leon Dr., Ormond Beach, FL 32174.

IN WITNESS WHEREOF, the undersigned incorporators, who are natural persons and who are competent to contract under the laws of Florida, by these presents do hereby execute, acknowledge, and cause to be delivered to the Florida Department of State these Articles of Incorporation of:


STARDUST INTERNATIONAL, INC.

and he requests that the Department of State file these Articles, as of the date and time indicated in Article II hereof, in accordance with Chapter 607, Florida Statutes; accordingly, the undersigned incorporators do hereunto set their hands and seals at Holly Hill, Volusia County, Florida, this 2nd day of Feb January, 2000.



MONIKA BAK

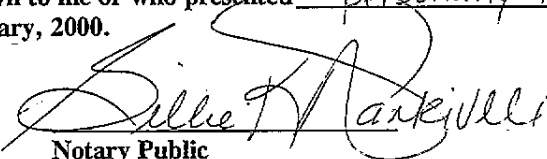
I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



OLGA LORE
As Registered Agent

STATE OF FLORIDA =
COUNTY OF VOLUSIA =

The foregoing Articles of Incorporation of STARDUST INTERNATIONAL, INC. were acknowledged before me by MONIKA BAK, who is personally known to me or who presented personally known for identification this 2nd day of February, 2000.

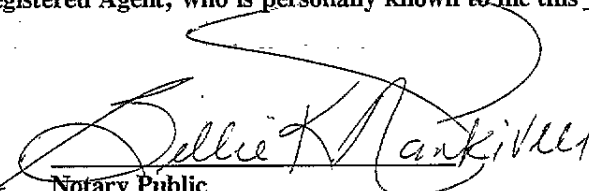


Notary Public
State of Florida at Large

My commission expires:

STATE OF FLORIDA =
COUNTY OF VOLUSIA =

The foregoing Acceptance of Designation of Registered Agent of STARDUST INTERNATIONAL, INC. was acknowledged before me by OLGA LORE, as Registered Agent, who is personally known to me this 2nd day of February, 2000



Notary Public
State of Florida at Large

My commission expires:

FILED
00FEB-3 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA