

100003345111-2

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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

100003345111-2

-08/03/00-01043-004

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OFFICE USE ONLY

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

1. BENJI INC.

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)



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Certificate of Status

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

00 AUG -7 PM 3:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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00 AUG -3 AM 11:07
RECEIVED
DIVISION OF CORPORATION

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 3, 2000

LAZARUS

MIAMI, FL

SUBJECT: BENJI INC.
Ref. Number: W00000019280

We have received your document for BENJI INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 800A00042134

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be : BENJOU INC.

ARTICLE II - PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be :
18250 Collins Avenue
Miami Beach , Florida

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is : 7,500

ARTICLES IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is :
Marcelle B. Poirier
2701 South Bayshore Drive
Suite 402
Coconut Grove, Florida 33133

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

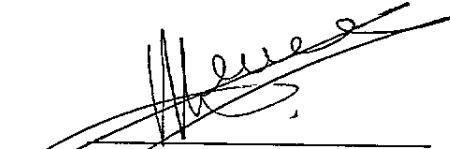
ARTICLES VI - DIRECTOR(S)

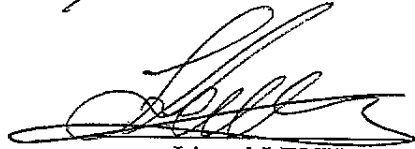
The names and street addresses of the directors to these Articles of Incorporation are :

Elias LEVY
18250 Collins Avenue
Miami Beach, Florida

Lionel LEVY
18250 Collins Avenue
Miami Beach, Florida

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 27th
day of July 2000.



Elias LEVY

Lionel LEVY

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE


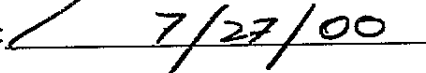
Pursuant to the provisions 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is : BENJOU INC.
2. The name and address of the registered agent and office is :
Marcelle B. Poirier
2701 South Bayshore Drive
Suite 402
Coconut Grove, Florida 33133

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 PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature :

Date :

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