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01 MAY 31 PM 2:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTEL LETTER

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

Cape Coral, 05/25/2001

Please find enclosed one original and one copy of Articles of Incorporation for

Beese - Technology, Inc. (proposed Corporation name)

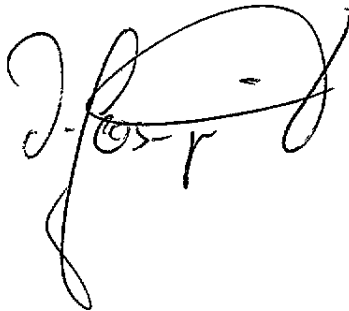
and a check in the amount of \$ 78.75

Please send Documents to:

Torsten Josupeit
2015 El Dorado Pkwy
Cape Coral, FL. 33914
USA

Thank you

Torsten Josupeit



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C. BLALOCK JUN 6 2001

ARTICLES OF INCORPORATION
OF
BEESE - TECHNOLOGY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLES I – NAME

The name of this corporation shall be:

BEESE - TECHNOLOGY, INC.

The address of the principal office of this corporation shall be 2015 El Dorado Pkwy, Cape Coral, FL, 33914 and the mailing address of the corporation shall be 2015 El Dorado Pkwy, Cape Coral, FL, 33914

ARTICLE II – NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the law of the United States, the State of Florida, or any other state, country or nation.

ARTICLE III – CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is **200,000** shares of common stock having **\$100,00** par value per share.

ARTICLE IV – ADDRESS

The street address of the initial registered office of the corporation shall be 2015 El Dorado Pkwy, Cape Coral, FL, 33914 and the name of the initial registered agent of the corporation is **Mr. Torsten Josupeit**.

ARTICLE V – TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI – PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII – DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have **one (1)** Director, initially. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of Directors be less than one or more than five. The name and street address of the initial member of the Board of Directors is:

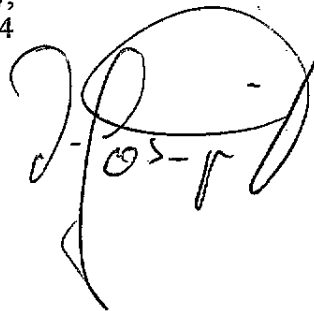
**Mr. Michael Beese
Gruenstrasse 15
39124 Magdeburg
Germany**

ARTICLE VIII – INCORPORATORS

The name and street address of the person signing these Articles of Incorporation is:

**Mr. Torsten Josupeit
2015 El Dorado Pkwy,
Cape Coral, FL, 33914
USA**

Torsten Josupeit

A handwritten signature in black ink, appearing to read 'T. Josupeit', is written over a horizontal line.

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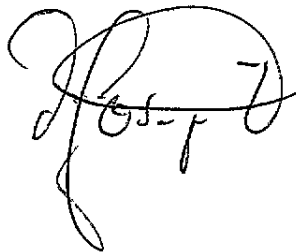
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN

ARTICLES OF INCORPORATION

Torsten Josupeit, having a business office identical with the registered office of the Corporation named above and having been designated as the Registered Agent in the above foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statute.

Torsten Josupeit

A handwritten signature in black ink, appearing to read "Torsten Josupeit", with a stylized flourish at the end.