

P02000045732

Monday, April 08, 2002

Secretary of State
Corporate Division
State of Florida
Tallahassee, FL 32303

RE: Bambini Limited, Inc.

Gentlemen,

Enclosed herewith are the Articles of Incorporation together with a copy of said Articles of Bambini Limited, Inc. and our check in the amount of \$70.00 as follows:

Filing Fee:	\$35.00
Registered Agent:	\$35.00
Total:	<u>\$70.00</u>

Respectfully submitted,


Rosmery Medina

17451 SW 35 Street
Miramar, FL 33029

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 16, 2002

ROSEMERY MEDINA
17451 SW 35 ST
MIRAMAR, FL 33029

SUBJECT: BAMBINI LIMITED, INC.
Ref. Number: W02000010624

We have received your document for BAMBINI LIMITED, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 245-6919.

Beth Register
Corporate Specialist Supervisor
New Filings Section

Letter Number: 402A00022475

ARTICLES OF INCORPORATION
of
BAMBINI LIMITED, INC.

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is Bambini Limited.

ARTICLE II
SHARES

The total number of shares that the corporation shall have authority to issue is 1,000 shares of \$1 par value each.

ARTICLE III
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Rosmary Medina
17451 SW 35th Street
Broward County
Miramar, FL 33029

This is also the principal office.

ARTICLE IV
PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE V
DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

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Rosmary Medina
17451 SW 35 Street
Miramar, FL 33029

German Medina
17451 SW 35 Street
Miramar, FL 33029

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and

in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have no corporate seal.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

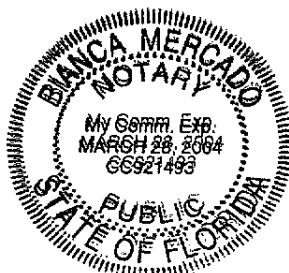
Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Rosmary Medina
Rosmary Medina, Incorporator
17451 SW 35th Street
Miramar, FL 33029

State of Florida, County of Broward, ss:

Subscribed and sworn to (or affirmed) before me this 11 day of April,
2002.



B. Mercado
Notary Public

**REGISTERED AGENT ACKNOWLEDGEMENT
FOR
BAMBINI LIMITED, INC**

I, Rosmery Medina, accept and undertake the responsibilities to become and actively represent Bambini Limited, Inc as registered agent.

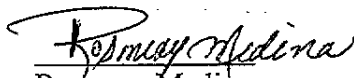
My contact information is as follows:

17451 SW 35 Street, Miramar, FL 33029

Phone: 954-441-6646

Email: bambiniusa@msn.com

Yours truly,


Rosmery Medina

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