

PO 2000094307

FILED
02 AUG 29 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32301

RE: B.S. International Trading Corporation, Inc.

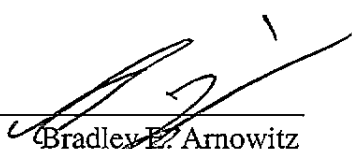
Gentlemen:

Enclosed please find the Articles of Incorporation for the aforementioned new corporation. Enclosed please find my check in the amount of \$78.75, for the filing fee, certified copy fee, registered agent fee and charter tax.

Should any of this be lacking in order to comply with the laws of the State of Florida, please do not hesitate to contact me.

Very truly yours,

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*****78.75 *****78.75

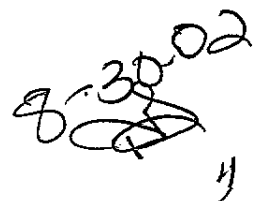
By: 

Bradley E. Arnowitz
Director

/rcl

Enclosures

Bradley E. Arnowitz
21205 Yacht Club Drive, #1210
Aventura, Florida 33180

8-30-02

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**ARTICLES OF INCORPORATION
OF
B.S. INTERNATIONAL TRADING CORPORATION, INC.**

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TALLAHASSEE, FLORIDA**

ARTICLE I - NAME

The name of this Corporation is B.S. International Trading Corporation, Inc.; the mailing address is 21205 Yacht Club Drive, #1210, Aventura, Florida 33180.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of conducting any lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of stock \$1.00 par value, which said shares shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 21205 Yacht Club Drive, #1210, Aventura, Florida 33180. The name of the initial Registered Agent of this Corporation is Bradley E. Arnowitz.

ARTICLE VI - PRINCIPAL OFFICE

The street address of the principal office is 21205 Yacht Club Drive, #1210, Aventura, Florida 33180. The name of the principal officer is Bradley E. Arnowitz.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) initial directors. The number of directors may increase from time to time by the By-Laws but shall never be less than two (2). The names and addresses of the initial directors of this Corporation are:

Bradley E. Arnowitz
21205 Yacht Club Drive, #1210
Aventura, Florida 33180

Steven J. Fishman
20152 NE 19th Place
Miami, Florida 33179

ARTICLE VIII - INCORPORATION

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

Bradley E. Arnowitz
21205 Yacht Club Drive, #1210
Aventura, Florida 33180

ARTICLE IX

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend, rescind, or repeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31 day of July, 2002

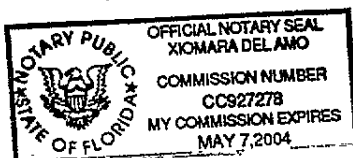

BRADLEY E. ARNOWITZ

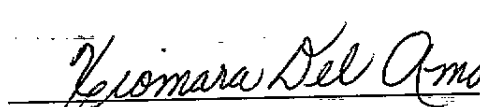
STATE OF FLORIDA

COUNTY OF Dade

Before me, the undersigned authority, personally appeared BRADLEY E. ARNOWITZ to me well known and known to me to be the person described in and who acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 31 day of July, 2002



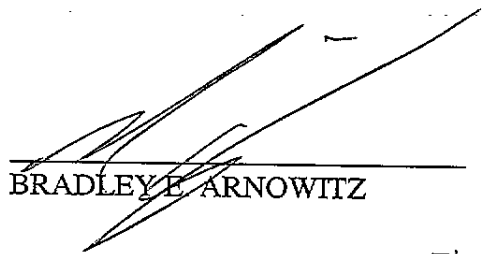

Notary Public

My Commission Expires: May 7, 2004

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any Amendments hereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 31 day
of July, 2002.


BRADLEY E. ARNOWITZ

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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