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From:

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Account Number : 072450003255
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

bayview international corporation

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 22, 2005

EMPIRE

SUBJECT: BAYVIEW INTERNATIONAL CORPORATION
REF: W05000009086

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

BAYVIEW INTERNATIONAL CORPORATION

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: BAYVIEW INTERNATIONAL CORPORATION

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 8241 SW 90th STREET, MIAMI, FL 33156

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is 100 shares common stock having an individual par value of \$5.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: JUAN P. ARTEAGA, 8241 SW 90th STREET, MIAMI, FL 33156

ARTICLE VII

The name and address of the officers and board of directors shall be:

PRESIDENT

JUAN P. ARTEAGA

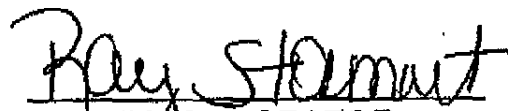
8241 SW 90th STREET
MIAMI, FL 33156

ARTICLE VIII

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT OF AMERICA, INC.
2444 NW 7TH PLACE
MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this 19th day of FEBRUARY, 2005.



INCORPORATOR

Ray Stormont Signing for
Empire Corporate Kit of America, Inc.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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.

First that BAYVIEW INTERNATIONAL CORPORATION
(Name of Corporation)

desiring to organize under the laws of the State of FLORIDA
(Florida)

with its principal office, as indicated in the articles of incorporation has named JUAN P. ARTEAGA located at

(Name of registered agent)
8241 SW 90TH ST.
MIAMI - FL 33156, County of MIAMI-DADE State
(City) (County)

of Florida, as its agent to accept service of process within this state.

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

SIGNATURE

[Signature]
REGISTERED AGENT

JUAN P. ARTEAGA
8241 SW 90TH ST.
MIAMI - FL 33156

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