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T. BURN DEW OS THE

TRANSMITTAL LETTER

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

SUBJECT: Bonz	ti Group, Inc.		
	(PROPOSED CORPORA	TE NAME - MUST INCL	
□ \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PPY REQUIRED
FROM:	Billy G Mathe Name	ws (Printed or typed)	
•-	1422 Paradis	e Lane Address	
-	Cocoa, Florid City,	a 32922 State & Zip	
-	321-433- 153 Daytime T	31 elephone number	

NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation For BONZI GROUP, INC.

WE, THE UNDERSIGNED, natural persons of the age of twenty_one (21) years or more, acting as Incorporators of a Corporation, for profit, adopt the following Articles of Incorporation for such Corporation:

ARTICLE 1 NAME

The Name of this Corporation is Bonzi Group, Inc.

ARTICLE 2 LOCATION

The principle place of business is: 1422 Paradise Lane, Cocoa, Fl 32922.

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ARTICLE 3 PURPOSES

The Corporation shall have unlimited power to engage in and to do any lawful act concerning any or all lawful business for which the Corporation may be organized under this act, including but not limited to:

- (A) The purposes for which the Corporation is organized are to <u>deal generally</u> with real property; to sell, exchange, lease, license, mortgage, alter, improve or otherwise dispose of any real property upon such terms as shall be approved by the Board of Directors; to execute and deliver deeds, leases, licenses, mortgages and other instruments relating thereto; to manage, deal in, control, sell (either for cash or part cash and part deferred payments), option, plat, subdivide, improve, repair, convey, exchange, license, lease (for any length of time either with or without option for renewal, and for any purpose, including but not limited to exploration for and removal of gas, oil and other minerals), mortgage, pledge, partition, or otherwise dispose of any such real property at any time and on any terms and to create restrictions, easements and other servitudes.
- (B) Entering into any lawful arrangement for sharing profits, union of interest, reciprocal association or cooperative association with any corporation, association, partnership, individual or other legal entity for the carrying on of any business.

- (C) Entering into transactions for the purchase and sale of real and personal property and associated activities.
- (D) Acquiring by purchase, exchange, gift bequest, subscription or otherwise, and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange or otherwise dispose of or deal in or with its own corporate securities, stock, or other securities; including without limitations, any shares of stock, bonds, debentures, notes, mortgages, or other obligations, and any certificates, receipts or other obligations, and any certificates, receipts or other obligations, and any property or assets created or issued by any person, subdivisions, agencies or instrumentalities thereof, to make payment therefore in any lawful manner or to issue in exchange therefore its own securities or to use its unrestricted and unreserved earned surplus for the purchase of its own shares, and to exercise as owner or holder of any securities, any and all rights, powers, and privileges in respect thereof.
- (E) Do each and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the subject areas herein enumerated, or which may at any time appear conducive to or expedient for the protection or benefit of this Corporation, and to do said acts as fully and to the same extent as natural persons might or could do, in any part of the World as principals, agents, partners, trustees, or otherwise, either alone or in conjunction with any other person, association or corporation. The duration of this Corporation is "_perpetual_."
 - (F) The foregoing clauses shall be construed both as purposes and powers and shall not be held to limit or restrict in any manner the general powers of the Corporation, or the enjoyment and exercise of these powers as conferred by the laws of the State of Florida. It is intended that the purposes and powers specified in each of the paragraphs of this Article 3 shall be regarded as independent purposes and powers.

ARTICLE 4 STOCK

The aggregate number of shares which this Corporation shall have authority to issue is <u>50,000</u> common shares and <u>100,000</u> preferred shares of par value stock at \$ <u>1.00</u> / share. Fully paid stock of this Corporation shall not be liable to any call and is non_assessable.

ARTICLE 5 DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The name and address of person who is to serve as Director until the first annual meeting of stockholders, or until his successors are elected and qualify is:

Billy G Mathews 1422 Paradise Ln. Cocoa, Fl 32922

ARTICLE 6 INITIAL OFFICE AND AGENT

The address of this Corporation's initial registered office, and the name of its original registered agent. I Billy G Mathews having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Date 3-29-05

Billy G Mathews

1422 Paradise Lane

Cocoa, Fl 32922

ARTICLE 7 INCORPORATORS

The name and address of the Incorporator is:

Billy St. Mathews

Billy G Mathews

1422 Paradise Lane

Cocoa, Fl 32922

ARTICLE 8 COMMON DIRECTORS TRANSACTIONS BETWEEN CORPORATIONS

No contract or other transaction between this Corporation and one or more of its Directors or any other corporation, form, association or entity in which one or more of its Directors are directors or officers or are financially interested, shall be either void or voidable because of such relationships or interest, or because such Director or Directors are present at the meeting of the Board of Directors, or a committee thereof which authorizes, approves, or ratifies such contract or transaction by vote or consent sufficient for the purpose without counting the votes or consents of such interested Directors; or the fact that such relationship or interest is disclosed or known to the shareholders entitled to vote, and they authorize, approve or ratify such contract or transaction by vote or written contract or transaction as fair and reasonable to the Corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes, approves, or ratifies such contract or transaction.

DATED this the 29th day of March, 2005.

Billy Mathews Registered Agent

Billy GMathews

Billy G/Mathews Incorporator

STATE OF FLORIDA

SS

COUNTY OF BREVARD

On this the 29th day of March, 2005, personally appeared before me Billy G Mathews who acknowledged to me that he executed the foregoing Articles of Incorporation.

OTARY PUBLIC

3-29-2005

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Comm Expir

Lisa L. Irby Commission #DD280464 Expires: Feb 26, 2008 Bonded Thru Atlantic Bonding Co., Inc.