

• **Watson & Company, P.A.**

Certified Public Accountants

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PP 500018665

February 8, 1995

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

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Re: B.T.H. INTERNATIONAL, INC.
Filing of Articles of Incorporation

Attn: Ms Doris Brown
New Filing Section

Dear Ms Brown:

Attached is the Articles of Incorporation for the captioned corporation which we ask that you process for filing in your usual manner.

Our check is enclosed for the filing fee. Thank you.

Sincerely
WATSON & COMPANY, P.A.

Florence Meikle

Florence Meikle
Office Manager
for the Firm.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/fvm.
enc.

T. BROWN MAR - 8 1995

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
B.T.H. INTERNATIONAL, INC.

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The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the State of Florida.

ARTICLE I

The name of the corporation is B.T.H. INTERNATIONAL, INC.

ARTICLE II
DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV
CAPITAL STOCK

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share. Holder of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holder of common stock shall not have preemptive rights to subscribe to the corporation's securities.

ARTICLE V

The name of the initial registered agent of this corporation is HOWARD HARRISON. The state address of the initial registered office of the corporation in the State of Florida is 11751 N.W. 11th Street, Plantation, Florida 33323.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The corporation shall have three initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street addresses of the initial Directors are:

Howard Harrison	President 11751 N.W. 11th St. Plantation, FL 33323
Bernice Harrison	Vice President & Secretary 11751 N.W. 11 Street Plantation, FL 33323
Trevor Harrison	Treasurer 11751 N.W. 11th Street Plantation, FL 33323

ARTICLE VII INCORPORATION

The name and address of the incorporator of these articles of Incorporation is HOWARD HARRISON, 11751 N.W. 11th St., Plantation, Florida, 33323.

ARTICLE VIII INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of

the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 28th day of February 1995.



HOWARD HARRISON

STATE OF FLORIDA)
COUNTY OF DADE)

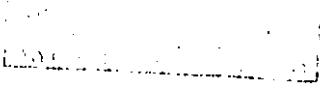
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BEFORE ME, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared HOWARD HARRISON known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official Seal in the State and County aforesaid, this 28th day of February 1995.



NOTARY PUBLIC
State of Florida at Large

My Commission Expires: 

**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE
OF AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Sections 48.091 and 607.034, Florida Statutes
the following is submitted:

B.T.H. INTERNATIONAL, INC.,
FIRST that ~~HOWARD HARRISON~~ is desiring to organize or qualify under
the laws of the State of Florida with its principal place of
business at 11751 N.W. 11th St., Plantation, FL 33323 as its agent
to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated
corporation, at place designated in this Certificate, I hereby
agree to act in this capacity, and I further agree to comply with
the provisions of all statutes relative to the proper performance
of my duties.

Dated this 28th day of February, 1995.

BY:

Howard Harrison
HOWARD HARRISON
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA