

P9500027958
DONNA L. DRAVES
ATTORNEY AND COUNSELOR AT LAW
120 EAST CONCORD STREET ORLANDO, FLORIDA 32801
407 / 423-1183 FAX: 407 / 841-6746

April 3, 1995

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

RE: BUSINESS CONGRESS INTERNATIONAL, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above-referenced corporation along with the Designation of and Acceptance by Registered Agent and my Check #1810 in the amount of \$122.50 for the filing fee.

Also enclosed please find a copy of the Articles of Incorporation to be certified and returned to our office.

Thank you for your assistance in this matter.

Very truly yours,

Donna L. Draves

Donna L. Draves

DLD:sz

Enclosures:

Original Articles of Incorporation
Copy of Articles of Incorporation
Check #1810 (\$122.50)

RECEIVED
APR 10 1995
1448428
-04/05/95--01113--016
***122.50 ***122.50

D. BROWN APR 10 1995

ARTICLES OF INCORPORATION

OF

BUSINESS CONGRESS INTERNATIONAL, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be BUSINESS CONGRESS INTERNATIONAL, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or of any other state, county, territory or nation.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) Shares of common stock. Each share shall have a par value of \$1.00 per share.

ARTICLE IV

ADDRESS

The street address of the initial registered office of the corporation shall be 120 East Concord Street, Orlando, Florida 32801, and the name of the initial Registered Agent for the corporation is DONNA L. DRAVES.

ARTICLE V

SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Sections 1202 and 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish compliance.

ARTICLE VI

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII

LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, in the absence of fraud or wrongdoing shall be indemnified, whether then in office or not, for any and all reasonable costs or expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII

SELF DEALING

No contract or other such transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors or officers of any other corporation, and directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from his contracting with the corporation for the benefit of himself or any firm, association or

corporation in which he may be in any way interested. Any of the directors of the corporation may vote upon any and all transaction(s) with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE IX

DIRECTORS

This corporation shall have a minimum of one (1) director. The initial Board of Directors shall consist of:

VADIM I. CHERKES-ZADE
Bartak, Bubenechska 28
Praha-6, 16000, Bubenech
Prague, Czech Republic

ARTICLE X

INCORPORATOR

The name and address of the Incorporator is:

DONNA L. DRAVES
120 East Concord Street
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this 31st day of March, 1995.

INCORPORATOR:


DONNA L. DRAVES

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this
31st day of March, 1995.

Steve E. Zagorski
PRINT NAME: STEVE E. ZAGORSKI
NOTARY PUBLIC - STATE OF FLORIDA

My Commission expires:

TYPE OF IDENTIFICATION USED: personally known

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of
the State of Florida.

BUSINESS CONGRESS INTERNATIONAL, INC., a corporation
organized under the laws of the State of Florida, with its
principal office located at 120 East Concord Street, Orlando,
Florida 32801, has named DONNA L. DRAVES, whose address is 120
East Concord Street, Orlando, Florida 32801, as its Registered
Agent to accept service of process within this State.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to
keep the office open during prescribed hours; to post my name
(and any other officers of said corporation authorized to accept
service of process at the above designated address) in some
conspicuous place in the office as required by law. I further
state that I am familiar with and accept the duties and
responsibilities as registered agent for said corporation.

REGISTERED AGENT

Donna L. Draves
DONNA L. DRAVES

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared DONNA L. DRAVES to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

WITNESS my hand and official seal this 31st day of March, 1995.

Sue E. Zagorski
PRINT NAME: SUE E. ZAGORSKI
NOTARY PUBLIC - STATE OF FLORIDA

My Commission Expires:

TYPE OF IDENTIFICATION USED: Personally Known

NOTARY PUBLIC
STATE OF FLORIDA
148115-00105
148115-00105

MORAN & SHAMS, P.A.
ATTORNEYS AT LAW

P95000027958

KELLY L. BRYSON

June 13, 1997

JAMES F. KIDD

ROBERT S. MACDONALD

IRIAS J. MORAN

Secretary of State
Attention: Corporation Division
Post Office Box 6327
Tallahassee, Florida 32314

THOMAS P. MORAN

MAURICE SHAMS

SIDNEY H. SHAMS

CHRISTOPHER C. SHAMUS

Re: Business Congress International, Inc.

Dear Sir/Madam:

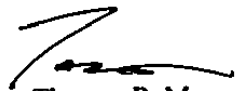
Please find enclosed in duplicate an Articles of Amendment to the Articles of Incorporation of Business Congress International, Inc, together with our check made payable to the "Secretary of State" in the amount of \$87.50, to cover the following:

Filing Fee	\$ 35.00
Certified Copy	52.50

Please file the Amendment immediately and forward to us the certified copy thereof. If there is anything which is not in order, please call us collect.

Thank you.

Sincerely,


Thomas P. Moran

TPM/jmc
Enclosures

FILED
97 JUN 16 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Joe 4/23

Amend.

PO BOX 472 ORLANDO, FL 32802-0472
111 N. ORANGE AVE. SUITE 1200 ORLANDO, FL 32801
PH. 407-841-4141 FX. 407-841-4148

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
BUSINESS CONGRESS INTERNATIONAL, INC.**

**FILED
97 JUN 16 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Section 607.1006 of The Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is BUSINESS CONGRESS INTERNATIONAL, INC. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

All of the directors of the Corporation approved a resolution amending Article IX of the Articles of Incorporation by written consent dated the 11th day of June, 1997, in accordance with the provisions of Section 607.0821 of the Florida Statutes, and all of the shareholders of the Corporation approved the resolution amending Article IX of the Articles of Incorporation by written consent the 11th day of June, 1997, in accordance with the provisions of Section 607.0704 of The Florida Statutes. The following is a true and correct copy of the resolution amending Article IX of the Articles of Incorporation.

RESOLVED, that Article IX of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE IX

DIRECTORS

This corporation shall have a minimum of one (1) director. The initial Board of Directors shall consist of:

**VADIM I. TCHERKES-ZADE
Bartak, Bubenechska 28
Praha-6, 16000, Bubenech
Prague Czech Republic"**

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

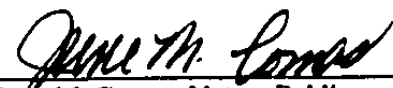
DATED this 11th day of June, 1997.

BUSINESS CONGRESS INTERNATIONAL, INC.

By: 
Vadim I. Tcherkes-Zade, President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 11 day of June, 1997, by Vadim I. Tcherkes-Zade, President, of Business Congress International, Inc., on behalf of the corporation. He produced his Union of Soviet Socialist Republics Passport No. 41 N 0608687 and United States of America Visa Control #19970870990030 as identification.


June M. Comas, Notary Public
My Commission Expires:



June M. Comas
MY COMMISSION # 00017000 EXPIRES
May 30, 2001
BONDED THROUGH FARM INSURANCE, INC.

P95000027958

CAPITAL CONNECTION, INC.

417 W. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Business Congress
International, Inc

7/16/97
MDH
MDH
MDH
MDH

Signature _____

Requested by: CJB

Name, _____

Date

7-16

Time

830

Walk-In _____

Will Pick Up _____

07/16/97--01047--005
*****35.00 *****35.00

CA Change

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Name Reservation _____

Merger File _____

Art. of Amend. File _____

✓ RA Resignation Change

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

FILED

97 JUL 16 AM 11:57

97 JUL 16 PM 10:16

Florida Department of State, Sandra B. Morthem, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Business Congress International, Inc.

1b. The mailing address of the corporation is: 2514 Citrus Club Lane,
Orlando, Florida 32834

1c. Date of incorporation: April 5, 1995 Document number: P95000027548

2. The name and address of the current registered agent and office:

Donna L. Draves
120 East Concord Street
Orlando, Florida 32801

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Thomas P. Moran
111 N. Orange Avenue, Suite 1200
Orlando, Florida 32801

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Vadim I. Tcherkes-Zade
(Signature of an officer, chairman or vice chairman of the board)

6.23.1997
(Date)

Vadim I. Tcherkes-Zade

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Thomas P. Moran
(Signature of Registered Agent)

6/18/97
(Date)

If signing on behalf of an entity:

Thomas P. Moran

(Typed or Printed Name)

THOMAS PETER MORAN
NY CONNECTION - 001-6667-641003
September 30, 1997
BONDED TIRU TROY FINN IRS., INC.

(Capacity)

CAPITAL CONNECTION, INC.

417 B. Virginia Street, Suite 1 • Tallahassee, Florida 32302
Tel. (904) 222-1222 • Fax (904) 222-1222

P95000027958

Business Congress
International, Inc.

2000032200 PST--8
09/10/97--01011--007
*****35.00 *****35.00

RECEIVED

97 SEP 10 AM 8:58

DIVISION OF CORPORATION

Art of Inc. File Amend
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File ☒ _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

FILED
97 SEP 10 PM 1:13
TALLAHASSEE, FLORIDA

9/10/97
R.D.H.
M.S.K.

Signature _____

Requested by: C-88 9.10 830

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
BUSINESS CONGRESS INTERNATIONAL, INC.**

FILED
97 SEP 10 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of The Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is BUSINESS CONGRESS INTERNATIONAL, INC. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

All of the directors of the Corporation approved a resolution amending Article IV of the Articles of Incorporation by written consent dated the 23rd day of June, 1997, in accordance with the provisions of Section 607.0821 of the Florida Statutes, and all of the shareholders of the Corporation approved the resolution amending Article IV of the Articles of Incorporation by written consent the 23rd day of June, 1997, in accordance with the provisions of Section 607.0704 of the Florida Statutes. The following is a true and correct copy of the resolution amending Article IV of the Articles of Incorporation.

RESOLVED, that the first sentence of Article IV of the Articles of Incorporation of the Corporation be amended so in its entirety to read as follows:

The street address of the initial registered office of the corporation shall be 2514 Citrus Club Lane, Orlando, Florida 32839.

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

DATED this 23rd day of June, 1997.

BUSINESS CONGRESS INTERNATIONAL, INC.

By: _____

Vadim I. Tcherkes-Zade, President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 22nd day of June, 1997, by
Vadim I. Tcherkes-Zade, President, of Business Congress International, Inc., on behalf of the
corporation.

Personally known _____ OR Produced Identification L

Type of Identification Produced Passport

Thomas Peter Moran
Notary Public: THOMAS PETER MORAN
My Commission Expires:

MANBUSINESSARTICLES.AMD



THOMAS PETER MORAN
MY COMMISSION # 00310607 EXPIRES
September 20, 1997
DORDED THIRD TROY TAIN INS., INC.