

Law Offices of
LINDA M. GRANATA, P.A.

99500028270

March 15, 1995

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

**RE: ARTICLES OF INCORPORATION
STEMATT, CORP.**

BizMark U.S.A. Corp.

RECEIVED 1995 APR 10 PM 2:48
03/20/95 11:02 AM
***122.50 ***122.50

Dear Secretary of State:

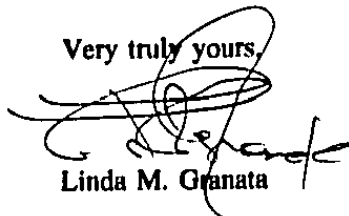
Enclosed herewith please find the following:

- (a) one original and one copy of the Articles of Incorporation of for the above-captioned corporation;
- (b) A check # 4176 for \$122.50 for the filing fee.

Please return the filed copy in the enclosed stamped addressed envelope.

Your immediate attention to this matter is sincerely appreciated.

Very truly yours,


Linda M. Granata

LMG:fn

Enclosure as stated

FILED
95 APR 10 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

995-6187

Law Offices of

LINDA M. GRANATA, P.A.

UNITED PARCEL SERVICE

March 27, 1995

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**RE: REFERENCE NUMBER: W95000006187
LETTER NUMBER: 095A00012520**

Dear Secretary of State:

In response to your letter of March 21, 1995 (a copy of which is attached) enclosed find new Articles of Incorporation in which the name has been completely changed. Please disregard the STEMATT CORP. Articles, previously sent your office. Please file the enclosed BIZMARK CORP. Articles.

If you have any questions please contact the undersigned.

Your immediate attention to this matter is sincerely appreciated.

Very truly yours,



Linda M. Granata

LMG:moi

Enclosure as stated



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

March 21, 1995

LINDA M. GRANATA, P.A.
SUITE 401
12700 BISCAYNE BLVD.
NORTH MIAMI, FL 33181

SUBJECT: STEMATT, CORP.
Ref. Number: W95000006187

We have received your document for STEMATT, CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 095A00012520

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
BIZMARK U.S.A. CORP.

FILED
95 APR 10 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form, organize and incorporate a corporation under the Laws of the State of Florida hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

BIZMARK U.S.A. CORP.

ARTICLE II - ADDRESS

The Corporation's principal office and mailing address is:

3515 Barkis Avenue, Boynton Beach, FL 33436

ARTICLE III - REGISTERED AGENT

The name and address of the Corporation's Registered Agent in the State of Florida is:

The Law Office of
Linda M. Granata, P.A.
12700 Biscayne Blvd., Suite 401
North Miami, Florida 33181

ARTICLE IV - PURPOSE

This Corporation may engage in any activity or business permitted under the Laws of the State of Florida and shall enjoy all the rights and privileges of a corporation granted by the Laws of the State of Florida.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares of stock which the Corporation shall have authority to

Issue is One Hundred (100) shares of Common Stock, par value \$1.00.

ARTICLE VI - DURATION

The Corporation is to have perpetual existence.

ARTICLE VII - INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors, who, subject to the provisions of the Articles of Incorporation, the By-Laws, and the corporation laws of the State of Florida, shall hold office for the first year of the Corporation's business and existence, or until their successors are elected and have qualified are:

NAME	ADDRESS
Matthew A. Cohen	3515 Burkis Avenue Boynton Beach, FL 33436
Stephanie Cohen	3515 Burkis Avenue Boynton Beach, FL 33436

ARTICLE VIII - INCORPORATOR

The name and mailing address of the Incorporator to these Articles of Incorporation is:

The Law Office of
Linda M. Granata, P.A.
Intercontinental Bank Building
12700 Biscayne Boulevard, Suite 401
North Miami, FL 33181

The undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the laws of the State of Florida has executed these Articles of Incorporation this 27th day of March, 1995.

Linda M. Granata, P.A.
By: [Signature]
Linda M. Granata Esq., Incorporator

ACKNOWLEDGEMENT OF REGISTERED AGENT

The undersigned, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in the Articles of Incorporation, hereby accepts to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of duties, and is familiar with and accepts the obligations of the position as registered agent.

Linda M. Gramata, P.A.

By: 

Linda M. Gramata, Esq.

Dated: 3/27/95

FILED
55 APR 10 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA