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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATION
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3894
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BODO HOLDING, INC.

FAX AUDIT NUMBER: H95000004291

DATE REQUESTED: 04/17/1995

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EFFECTIVE DATE

4-17-95

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 APR 13 AM 10:58

FILED

Effective Date

[Handwritten signature]

SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 17, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: 8000 HOLDING, INC.
REF: W95000008165

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000004291
Letter Number: 895A00017772

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

APR-17-1995 15:27 FROM EMPIRE TO 190-1924008 P.22

OF
BODO HOLDING, INC.

ARTICLE I
NAME

The name of this corporation is: BODO HOLDING, INC.

ARTICLE II
DURATION

This corporation shall exist on a perpetual basis commencing on the date of the signing of these Articles.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of engaging in export, import, sales and services and for any and all other lawful businesses for which a corporation may be incorporated under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, said shares having a par value of One Dollar (\$1.00) per share.

ARTICLE V
CAPITALIZATION

The amount of capital with which the corporation will begin business is not less than Five Hundred (\$500.00) Dollars.

ARTICLE VI
FURTHER AND OTHER POWERS

The corporation shall have all powers given to it by the laws of the State of Florida, now or hereafter, and any specific power enumerated shall not be construed as a limitation upon the powers of the corporation.

ARTICLE VII
VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

This Instrument Prepared By:
Charles M. Gelman, P.A.
25 Southeast Second Avenue, #1026
Miami, Florida 33131-1604
(305) 579-9100
F: 800-270067

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE
4-19-95

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**ARTICLE VIII
INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Board of Directors is as follows:
ANTONIO BOCCALANDEO, 3820 NORTHEAST MIAMI PLACE, MIAMI, FLORIDA 33137.

**ARTICLE IX
INCORPORATION**

The name and address of the person signing these Articles is:
ANTONIO BOCCALANDEO, 3820 NORTHEAST MIAMI PLACE, MIAMI, FLORIDA 33137.

**ARTICLE X
INITIAL REGISTERED AGENT**

The street address of the initial registered agent is:
3820 NORTHEAST MIAMI PLACE, MIAMI, FLORIDA 33137.

**ARTICLE XI
INITIAL OFFICE OF THE CORPORATION**

The street address of the initial office of the Corporation is:
3820 NORTHEAST MIAMI PLACE, MIAMI, FLORIDA 33137.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 17th day of April, 1995.


ANTONIO BOCCALANDEO

STATE OF FLORIDA)

WE:

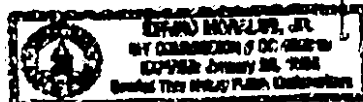
COUNTY OF DADE)

I HEREBY CERTIFY that before me, personally appeared, ANTONIO BOCCALANDEO, to me known to be the person described in and who executed the foregoing Articles of Incorporation and he/she acknowledged before me that he/she executed the same.

WITNESS my hand and official seal in the State of Florida, County of Dade, on this 17th day of April, 1995.

My commission expires:

Notary Public



49500000 4291

49500000 4291

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.081, Florida Statutes, the following is submitted in compliance with said Act:

First-----That BODO HOLDING, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named ANTONIO BOCCALANDRO, located at 3620 NORTHEAST MIAMI PLACE, MIAMI, FLORIDA 33137 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


ANTONIO BOCCALANDRO

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000030020

9200 South Dadeland Boulevard
Suite 603
Miami, Florida 33156

Telephone (305) 670-1144
Fax (305) 670-0407
E-MAIL: cuevas@netrunner.net

Andrew Cuevas
Jonathan R. Rubin

of Counsel
John W. Salmon, Esq., P.A.
*Certified Mediator

August 28, 1996

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

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*****8.75 *****8.75

Re: Bodo Holdings, Inc.

To whom it may concern:

Enclosed please find our check in the amount of \$8.75 which represents your fee for forwarding the undersigned a Certificate of Good Standing for the above named corporation. Thank you for your cooperation.

Sincerely,

CUEVAS & RUBIN, P.A.

JONATHAN R. RUBIN
Encl.

Jonathan R. Rubin - *[Signature]*
[Handwritten initials]

P95000030020

LAW OFFICE
Cuevas & Rubin, P.A.
200 South Dadeland Boulevard
Suite 603
Miami, Florida 33156

Andrew Cuevas
Jonathan R. Rubin

Telephone (305) 670-1144
Fax (305) 670-0407
E-MAIL: cuevas@netrunner.net

of Counsel
John W. Salmon, Esq., P.A.
*Certified Mediator

August 28, 1996

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

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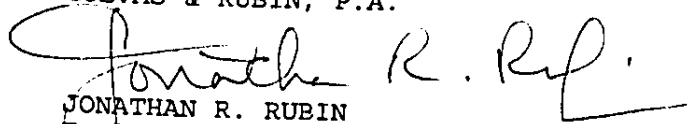
Re: Bodo Holdings, Inc.

To whom it may concern:

Enclosed please find our check in the amount of \$35.00 which represents your fee for officer/director resignation of the above named corporation. Thank you for your cooperation.

Sincerely,

CUEVAS & RUBIN, P.A.


JONATHAN R. RUBIN
Encl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

O/D Res
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- Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

I, Esteban Dozza, hereby resign as Secretary
(Title)
of Bodo Holdings, Inc.
(Name of Corporation)

a corporation organized under the laws of the State of Florida

That the corporation has been notified in writing of the resignation.



(Signature of resigning officer/director)

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TALLAHASSEE, FLORIDA

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