

P95000054549

Carmen Beatriz Vicente
21133 SW 85th Avenue, #112
MIAMI, FLORIDA 33189
305-255-5732

July 11, 1995

Department of State
Division of Corporations
To the attention of Beth Register
409 E Gaines Street
Tallahassee, Florida 32399

500001540825
-07/19/95--01014--011
*****79.75 *****78.75

Dear Beth:

Thank you for your help and cooperation. It is very much appreciated. My name, address and phone number are listed above. My husband's name is Bruno-Xavier Malfroy. Please do not hesitate to contact us should you have any questions.

Sincerely,

Carmen Vicente

Carmen B. Vicente

*cc
Bruno X Malfroy
305-255-5732*

4095-12982

B. REGISTER JUL 13 1995

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FILED
95 JUL 14 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: MILLENNIUM INTERNATIONAL, INC.

I enclose an original and (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of \$78.75 (Filing Fee & Certificate)

SIGNED:

 July 9th, 95

FROM:

Bruno-Xavier Malfroy
Name

21133 SW 85th Avenue, #412
Address

Miami, Florida 33189
City, State, Zip

305-255-5732
Telephone Number

**ARTICLES OF INCORPORATION
OF
MILLENNIUM INTERNATIONAL, INC.**

FILED
95 JUL 14 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the laws of the State of Florida, adopt(s) the following articles of incorporation for such corporation.

ARTICLE ONE. *Name.* The name of the corporation is MILLENNIUM INTERNATIONAL, INC.

ARTICLE TWO. *Address of the Corporation.* The address of the principal office of the corporation is:

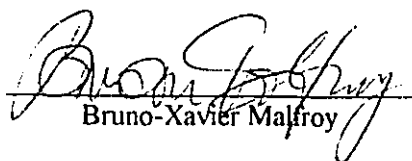
MILLENNIUM INTERNATIONAL, INC.
21133 SW 85th Avenue, #412
Miami, Florida 33189

ARTICLE THREE. *Purposes.* The purposes for which the corporation is organized are to engage in any activity or transact any business permitted under the Florida General Corporation Act and the provisions of Subchapter S of the United States Internal Revenue Code.

ARTICLE FOUR. *Capitalization.* The aggregate number of shares which the corporation shall have authority to issue shall be one thousand (1,000) shares, which shall be divided into one thousand (1,000) shares of common stock, at a par value of one Dollar (\$1.00) each. The shares of the corporation will remain closely held and will not, therefore, be readily marketable.

ARTICLE FIVE. *Duration.* Perpetual.

ARTICLE SIX. *Registered office and registered agent.* The address of the corporation registered office is 21133 SW 85th Avenue, #412, City of Miami, County of Dade, State of Florida, 33189, and the name of the corporation's initial registered agent at such address is Bruno-Xavier Malfroy.


Bruno-Xavier Malfroy

ARTICLE SEVEN. Directors. The number of directors constituting the initial board of directors is two (2) directors, and the names and addresses of the persons who are to serve as initial directors are:

Name	Address
Bruno-Xavier Malfroy	21133 SW 85th Avenue, #412 Miami, Florida 33189
Carmen Beatriz Vicente	21133 SW 85th Avenue, #412 Miami, Florida 33189

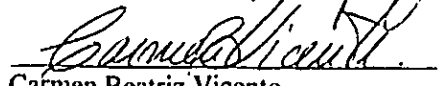
ARTICLE EIGHT. Incorporators. The name and address of each incorporator are:

Name	Address
Bruno-Xavier Malfroy	21133 SW 85th Avenue, #412 Miami, Florida 33189
Carmen Beatriz Vicente	21133 SW 85th Avenue, #412 Miami, Florida 33189

ARTICLE NINE. Other provisions. See shareholders' agreement.

In witness whereof, we, Bruno-Xavier Malfroy and Carmen Beatriz Vicente, have executed these articles of incorporation in duplicate on this 9 day of July, 1995.


Bruno-Xavier Malfroy


Carmen Beatriz Vicente

STATE OF FLORIDA)

SS.

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 9 day of July, 1995 by Bruno-Xavier Malfroy and Carmen Beatriz Vicente, the incorporators executing the foregoing Articles of Incorporation.




NOTARY PUBLIC. State of Florida

My Commission expires:

July 27, 1996

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

MILLENNIUM INTERNATIONAL, INC.

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

Bruno-Xavier Malfroy
21133 SW 85th Avenue, #412
Miami, Florida 33189

Signature: _____

Title: _____

PRESIDENT DIRECTOR

Date: _____

July 9th, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: _____

Date: _____

July 9th, 1995

FILED
95 JUL 14 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA