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PREMIER
LEGAL & FINANCIAL SERVICES

760002208

ACCOUNT NO. 071100000032

REFERENCE # 795406 06005A

AUTHORIZATION #

COST LIMIT # \$ PREPAID

ORDER DATE # January 8, 1996

ORDER TIME # 11:12 AM

ORDER NO. # 795406

CUSTOMER NO# 06005A

CUSTOMER# Philip Bruce Berger, Esq
PHILIP BRUCE BERGER, P.A.

20406 West Dixie Highway

Miami, FL 33160

200001681532
01/08/96-01/09/96
****122.50 ****122.50

EFFECTIVE DATE
JAN - 5 1996

DOMESTIC FILING

NAME: B.Z.M. CORPORATION

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS: T. BROWN JAN - 8 1996

FILED
96 JAN - 8 PM 6:12
RECEIVED
96 JAN - 8 PM 12:05
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

EFFECTIVE DATE

JAN - 5 1996

ARTICLES OF INCORPORATION

of

B.E.M. CORPORATION

FILED
96 JAN -8 PM 6 13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be **B.E.M. CORPORATION**.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 1505 Johnson Street, Hollywood, Florida 33020.

ARTICLE III

This corporation's existence shall be effective on the date of subscription and acknowledgement of these Articles, and the corporation shall have perpetual existence.

ARTICLE IV

The general purpose for which this corporation is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE	CLASS OF STOCK
100	\$1.00	Common

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE VI

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

NAME**ADDRESS**

Marilyn Z. Bittrich

1505 Johnson Street
Hollywood, Florida 33020**ARTICLE VII**

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The names and addresses of the directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

NAME**ADDRESS**

Robert B. Bittrich

1505 Johnson Street
Hollywood, Florida 33020

Marilyn Z. Bittrich

1505 Johnson Street
Hollywood, Florida 33020**ARTICLE VIII**

The name and address of the Incorporator is:

NAME**ADDRESS**

Marilyn Z. Bittrich

1505 Johnson Street
Hollywood, Florida 33020**ARTICLE IX**

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever. The

corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

ARTICLE X

This corporation, by duly adopted action of the Board of Directors, may indemnify and insure its officers and directors to the extent permitted by law either now existing or hereafter enacted.

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the above-named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation on this 5th day of January, 1996.


MARILYN Z. BITTRICH,
Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared, MARILYN Z. BITTRICH, to me known to be the person described in and who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed same for the purposes therein expressed.

The foregoing instrument was acknowledged before me this 5th day of January, 1996, by MARILYN Z. BITTRICH, who is personally known to me or who has produced a Florida driver's license as identification and he did take an oath.



SHEILA J. COHEN
My Comm Exp. 4-7-96
Bonded By Service Ins. Co.
No. CC184912

Sheila J. Cohen
Name: Sheila J. Cohen
Notary Public
Commission No.: CC184912

My Commission Expires: April 7, 1996

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

B.E.M. CORPORATION, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation has named Marilyn Z. Bittrich, 1505 Johnson Street, Hollywood, Florida 33020 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 the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of this Act relative to keeping said office open.

Marilyn Z. Bittrich
MARILYN Z. BITTRICH
Registered Agent

STATE OF FLORIDA
COUNTY OF DADE

SE:

BEFORE ME, the undersigned authority, personally appeared, MARILYN E. BITTRICH, to me known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same for the purpose therein expressed.

The foregoing instrument was acknowledged before me this 5th day of January, 1996, by MARILYN Z. BITTRICH, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.



SHEILA J. COHEN
My Comm Exp. 4-7-96
Bonded By Service Ins. Co.
No. CC184912

Sheila J. Cohen
Name: Sheila J. Cohen
Notary Public
Commission No.: CC184912

My Commission Expires: April 7, 1996