

Reinsurance Brokers and Consultants



International

P96000016785

February 20, 1996

Florida Department of State
Division of Corporations
09 E. Gaines Street
Tallahassee, FL 323599

4000001720414
-02/21/96--01054--004
****122.50 ****122.50

Re: Incorporation of BIF International Inc.

Gentlemen::

Please find enclosed:

- 1.- An original Articles of Incorporation and one copy for the above named corporation.
- 2.- A money order in the amount of \$122.50 covering the filing fees of \$70.00 and fees for the certified copy of the Articles of Incorporation which is also requested.

Please send responses or receipts concerning this filing to the following address,

BIF INTERNATIONAL INC.
15183 SW; 110 ST.
MIAMI, FL 33186

Thank you very much.

FEB 23 1996 BSB


Office Manager

613-7272631
Telephone Number

FILED
96 FEB 21 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-58 Antares Drive, Ottawa, Ontario, Canada. K2E 7W6
Tel: (613) 727-2631 Fax: (613) 727-2629
BIF International Limited.

ARTICLES OF INCORPORATION
of

BIF International Inc.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator hereby declares these articles of incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the Corporation is:

BIF International Inc.

Article 2. The principal place of business and mailing address of this corporation is:

12350 SW 132nd COURT # 201 MIAMI, FL 33186

Article 3. The corporation is authorized to issue one class of stock, that stock being 500 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

Bertha I Foulkes, 15183 SW, 110 ST. MIAMI, FL 33196

Article 5. The name and street address of the incorporator of this corporation is:

Bertha I Foulkes, 15183 SW, 110 ST. MIAMI, FL 33196

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

15-2-96

Date


Signature of Incorporator

Bertha I Foulkes

Name of Incorporator

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

Bertha I Foulkes

Name 15183 SW, 110 ST.,

Street address MIAMI, FL 33196

City/State/ZIP

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TALLAHASSEE, FLORIDA

Having been named as the 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.

x Bertha Foulkes

Signature of registered agent.

15-02-96

Date of signature