

797000035900

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
97 APR 22 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K.R. APR 22 1997

REQUEST TAKEN CONFIRMED APPROVED

DATE 4-22-97

TIME 9:45

BY JS CK No. _____

WALK-IN
Will Pick Up _____

RE: Beghin U.S.A., Inc

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Gen. Copy(s) <u>photo</u>		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit	000002150590--4	
<input type="checkbox"/> Vehicle Search	-04/22/97--01052--010	
<input type="checkbox"/> Driving Record	*****70.00	*****70.00
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		

SUBTOTALS

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

OCONEE TAX & MANAGEMENT SERVICES, INC.

**1001 North Central Avenue
Kissimmee, Florida 34741**

January 7, 1997

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

Re: BEGHIM U.S.A., INC.

Gentlemen:

Enclosed please find the Articles of Incorporation and Designation and Acceptance of Registered Agent for filing, together with a check in the amount of \$70.00.

I have also enclosed an additional copy of the Articles of Incorporation and would appreciate having this returned to me with the filing date stamped on it. Please send it to me at the following address:

**ROBERT F. ROTHFELD
1003 NORTH CENTRAL AVENUE
KISSIMMEE, FLORIDA 34741**

Very truly yours,

Robert F. Rothfeld

Encs.

ARTICLES OF INCORPORATION
of
BEGHIM U.S.A., INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATION NAME

The name of the corporation shall be:

BEGHIM U.S.A., INC.

ARTICLE II - PURPOSE

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue FIVE HUNDRED shares (500) of "No Par Value" (\$0.00) Common Stock, which shall be designated "Common Shares."

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

1001 NORTH CENTRAL AVENUE
KISSIMMEE, FLORIDA 34741

The name and street address of the Initial Registered Agent of this corporation is:

ANTONIO C. MONTEIRO
1001 NORTH CENTRAL AVENUE
KISSIMMEE, FLORIDA 34741

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TALLAHASSEE, FLORIDA

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time-to-time by the By-Laws, but shall never be less than one (1).

The names and addresses of the initial director(s) of the corporation are as follows:

ANTONIO C. MONTEIRO
1001 NORTH CENTRAL AVENUE
KISSIMMEE, FLORIDA 34741

ELSO PERALDO BERT
1001 NORTH CENTRAL AVENUE
KISSIMMEE, FLORIDA 34741

ARTICLE VI - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

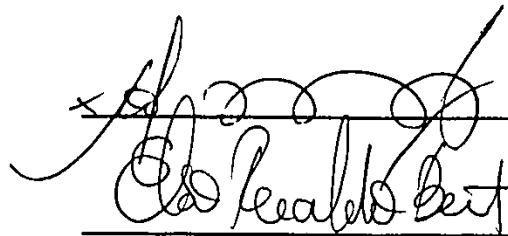
ARTICLE VII - INCORPORATOR(S)

The names and addresses of the incorporator(s) signing these Articles of Incorporation are as follows:

ANTONIO C. MONTEIRO
1001 NORTH CENTRAL AVENUE
KISSIMMEE, FLORIDA 34741

ELSO PERALDO BERT
1001 NORTH CENTRAL AVENUE
KISSIMMEE, FLORIDA 34741

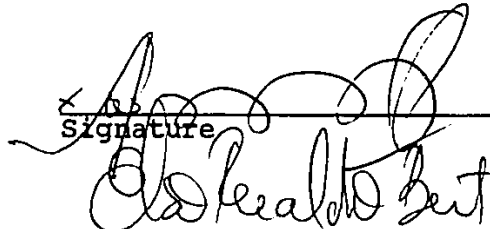
IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 6TH Day of January, 1997.



A handwritten signature, appearing to read 'Elso Peraldo Bert', is written over a horizontal line. The signature is in cursive and includes a large, stylized initial 'E'.

STATE OF FLORIDA
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:



Signature

Form of Identification

Signature

Form of Identification

known to me and known to be the person who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed these Articles of Incorporation, that I relied upon the form(s) of identification of the above named person(s) as indicated opposite each name.

WITNESS my hand and official seal this 6TH Day of January, 1997.

(SEAL)

Notary Public
State of FLORIDA

My Commission Expires:
April 22, 2000

**DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida. BEGHIM U.S.A., INC., a corporation organizing under the laws of the State of Florida with its principal office located at:

1001 NORTH CENTRAL AVENUE
KISSIMMEE, FLORIDA 34741

has named ANTONIO C. MONTEIRO, whose address is:

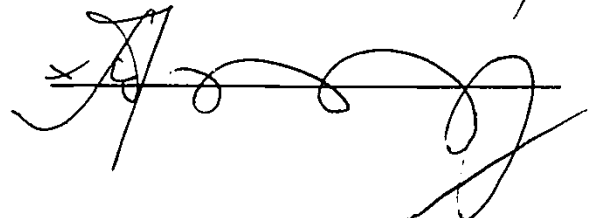
1001 NORTH CENTRAL AVENUE
KISSIMMEE, FLORIDA 34741

as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:



STATE OF FLORIDA

COUNTY OF OSCEOLA

BEFORE ME, the undersigned authority, this day personally appeared ANTONIO C. MONTEIRO, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 6TH Day of January, 1997.

(SEAL)

Notary Public
State of FLORIDA

My Commission Expires:
April 22, 2000

FILED
7 APR 22 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA