



THE UNITED STATES  
CORPORATION  
COMPANY

P97000044489

ACCOUNT NO. : 072100000032

REFERENCE : 389394 7126668

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70.00

ORDER DATE : May 13, 1997

ORDER TIME : 2:15 PM

ORDER NO. : 389394-015

CUSTOMER NO: 7126668

000002180570--0

CUSTOMER: Mr. James Amburn  
EURO-AMERICAN FINANCIAL  
SERVICES, INC.  
Suite 1  
5117 Castello Drive  
Naples, FL 34103

DOMESTIC FILING

NAME:

Properties  
BEMAX CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS:

502

~~W97-11653~~

FILED  
MAY 15 AM 11:00  
TALLAHASSEE, FLORIDA  
97 MAY 15 PM 4:27  
OFFICE OF CORPORATION

MAY 20 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 16, 1997

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: BEMAX CORPORATION  
Ref. Number: W97000011412

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for BEMAX CORPORATION and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 997A00026370



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 19, 1997

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL

SUBJECT: BEMA OF FLORIDA, INC.  
Ref. Number: W97000011653

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for BEMA OF FLORIDA, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 797A00026821

ARTICLES OF INCORPORATION  
OF  
BEMAX PROPERTIES, INC.

FILED  
97 MAY 15 AM 11:01  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BEMAX PROPERTIES, INC.

The address of the principal office of this corporation shall be Euro-American Financial Services, Inc., 5117 Castello Drive, Suite 1, Naples, Florida 34103, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Max Stahl  
C/o Euro-American  
Financial Services, Inc.

5117 Castello Drive, Suite 1,  
Naples, Florida 34103

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on May 15, 1997.

Deborah D. Skipper  
It's Agent, Deborah D. Skipper  
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Deborah D. Skipper  
It's Agent, Deborah D. Skipper  
Authorized Service Representative  
Corporation Service Company

STEPHANIE STSCHERBAN

TALLAHASSEE, FLORIDA  
MAY 15 4:11:01