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LAW OFFICES OF
BARBARA PARAMO-ERBITI

7475 S.W. 113 COURT
MIAMI, FLORIDA 33173

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97 JUN 25 AM 11:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 19, 1997

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

10000223171--5

-06/25/97--01108--006

***122.50 ***122.50

SUBJECT: B.E.S.T. SURPRISES, INC.

Enclosed please find an original and One copy of the articles of incorporation for the above corporation and a check in the amount of \$ 122.50. Please return an official certified copy to:

Barbara Paramo- Erbiti, Esq.
7475 S.W. 113 Court
Miami, Florida 33173
(305) 279-4074

B. Paramo-Erbiti

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BA 6/26/97

ARTICLES OF INCORPORATION

OF

B. E. S. T. SURPRISES, INC.

The undersigned incorporators for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

I.

NAME

The name of the corporation shall be:

B. E. S. T. SURPRISES, INC.

II.

PRINCIPAL OFFICE:

The Principal place of business and mailing address of this corporation shall be:

Sawgrass Mills Mall
12801 West Sunrise Boulevard
Unit # 275
Sunrise, FL 33323

III.

CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of par value stock at One Dollar (\$1.00) par value.

IV.

INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Raoul Besteiro
4291 SW 154th Place
Miami FL 33185

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

V.

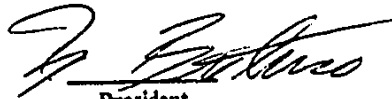
INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are:

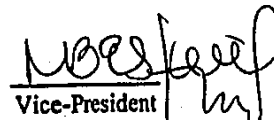
PRESIDENT
Raoul Besteiro
4291 SW 154th Place
Miami FL 33185

Vice-President
Mirella Besteiro
4291 SW 154th Place
Miami FL 33185

The undersigned have executed these Articles of Incorporation this 19th day of June, 1997.



President
Raoul Besteiro


Vice-President
Mirella Besteiro

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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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 agent, in the State of Florida.

1. The name of the corporation is **B. E. S. T. SURPRISES, INC.**
2. The name and address of the registered agent and office is:

Raoul Besteiro
4291 SW 154th Place
Miami FL 33185

BY: 
Raoul Besteiro

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 AND REGISTERED AGENT.

BY: 
Raoul Besteiro

DATE: 6/19/97