

**CORPORATE  
ACCESS,  
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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1.) Berner-Krause Miami, GmbH  
(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

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98 FEB 13 PM 3:47  
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TALLAHASSEE, FLORIDA

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2/13

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 13, 1998

CORPORATE ACCESS INC.  
1116-D THOMASVILLE RD  
MOUNT VERNON SQ.  
TALLAHASSEE, FL 32303

SUBJECT: BEMER-KRAUSE MIAMI, GMBH  
Ref. Number: W98000003313

We have received your document for BEMER-KRAUSE MIAMI, GMBH. However, the document has not been filed and is being returned for the following:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 498A00008559

**ARTICLES OF INCORPORATION  
FOR  
BEMER-KRAUSE MIAMI, INC.  
A "FOR PROFIT" CORPORATION**

**FILED**  
98 FEB 13 PM 3:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED, ACTING AS INCORPORATOR, PURSUANT TO THE FLORIDA GENERAL ACT, FORMS A CORPORATION FOR PROFIT.

**ARTICLE I. THE NAME OF THE CORPORATION SHALL BE BEMER-KRAUSE MIAMI, INC.**

**ARTICLE II. THE DURATION OF THIS CORPORATION SHALL BE INFINITE.**

**ARTICLE III. THE PURPOSE FOR WHICH THIS CORPORATION IS INITIALLY ORGANIZED IS THE TRANSACTION OF ANY OR ALL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE LAWS OF THE STATE OF FLORIDA.**

**ARTICLE IV. THE AMOUNT OF THE TOTAL AUTHORIZED CAPITAL STOCK OF THE CORPORATION IS \$10,000 (10,000 SHARES).**

**ARTICLE V. THE ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS ARE AS FOLLOWS:**

**MICHAEL CHOO  
1100 N.E. 125TH STREET, SUITE 105  
NORTH MIAMI, FL. 33161**

**ARTICLE VI. THE CORPORATION SHALL HAVE ONE (1) DIRECTOR INITIALLY. THE NUMBER SHALL BE FIXED BY THE BY-LAWS AND MAY BE CHANGED FROM TIME TO TIME. THE NAME AND ADDRESS OF THE INITIAL DIRECTOR IS AS FOLLOWS:**

**MICHAEL CHOO  
110 N.E. 125TH STREET, SUITE #105  
NORTH MIAMI, FL. 33161**

**ARTICLE VII. THE NAME AND ADDRESS OF THE PERSON SIGNING THE ARTICLES OF INCORPORATION IS AS FOLLOWS:**

**MICHAEL CHOO  
1100 N.E. 125TH STREET, SUITE #125  
NORTH MIAMI, FL. 33161**

**THE MAILING ADDRESS OF THIS CORPORATION IS  
3201 W. COMMERCIAL BLVD., SUITE 225  
FORT LAUDERDALE, FL. 33309**

**THE PRINCIPLE ADDRESS AND THE REGISTERED ADDRESS ARE THE SAME.**

**ARTICLE VIII. THE CORPORATION SHALL BE EMPOWERED TO INDEMNIFY ANY OFFICER OR DIRECTOR OR ANY FORMER OFFICER OR DIRECTOR IN THE MANNER SET OUT AND PROVIDED FOR IN THE BY-LAWS OF THE CORPORATION.**

**ARTICLE IX. THE DIRECTORS SHALL HAVE THE POWER TO MAKE AND TO ALTER OR AMEND THE BY-LAWS OF THE CORPORATION.**

**IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 10TH DAY OF FEBRUARY, 1998.**

  
\_\_\_\_\_  
**MICHAEL CHOO, INCORPORATOR**

**ACCEPTANCE OF DESIGNATION**

**AS**

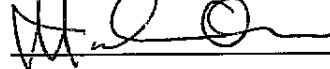
**REGISTERED AGENT**

**THE UNDERSIGNED, HEREBY ACCEPTS THE DESIGNATION AS REGISTERED  
AGENT FOR BEMER-KRAUSE MIAMI, INC. AS SET FORTH IN ARTICLE V  
HEREIN.**

**MICHAEL CHOO**

**1100 N.E. 125TH STREET, SUITE #105**

**NORTH MIAMI, FL. 33161**



**FEBRUARY 10, 1998**

**FILED**

**98 FEB 13 PM 3:48**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**