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Seinstat Research

Requestor's Name

Address

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. The Bee Enterprises, Inc. of America,  
(Corporation Name) (Document #)

2. (Corporation Name) (Document #) 300002418943--0  
-02/03/98--01001--009

3. (Corporation Name) (Document #) \*\*\*\*\*78.75 \*\*\*\*\*78.75

4. (Corporation Name) (Document #)

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98 FEB -2 PM 3:20  
DIVISION OF CORPORATION

FILED  
98 FEB -3 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other



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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham DIVISION OF CORPORATION  
Secretary of State

February 3, 1998

SUNSTATE RESEARCH

SUBJECT: THE BEE ENTERPRISES, INC.  
Ref. Number: W98000002340

*Corrected*  
*please date*  
*2/3/98 for*  
*file date*  
*Thank you*

We have received your document for THE BEE ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 998A00005930

ARTICLES OF INCORPORATION

OF

THE BEE ENTERPRISES OF AMERICA, INC.

FILED  
98 FEB -3 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I

Name and Principal Office of Corporation

The name of this Corporation shall be The Bee Enterprises of America, Inc. The initial mailing address of the Corporation shall be c/o White & Case LLP, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131.

ARTICLE II

Nature of Business

The general nature of the business and activities to be transacted and carried on by this Corporation is to transact all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, as hereafter amended and supplemented, and any successor statute thereto, as thereafter amended and supplemented.

The general purposes specified in the foregoing clauses of this Article shall, unless expressly limited, not be limited or restricted by reference to, or inference from, any provisions in this or any other Article of these Articles of Incorporation, shall be regarded as independent purposes and shall be construed as powers as well as purposes.

ARTICLE III

Stock

The total authorized capital stock of the Corporation shall be 10,000 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV

Incorporator

The name and street address of the Incorporator of this Corporation is as follows:

H. William Walker, Jr.  
White & Case LLP  
200 S. Biscayne Boulevard, Suite 4900  
Miami, Florida 33131

ARTICLE V  
Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI  
Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be White & Case LLP, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131. The name of the initial Registered Agent of this Corporation at the above address shall be H. William Walker, Jr.

ARTICLE VII  
Number of Directors

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) but not more than seven (7) persons, the exact number to be determined from time to time in accordance with the By-Laws, and until such time as the By-Laws have been adopted, the Board of Directors shall consist of one person.

ARTICLE VIII  
Initial Board of Directors

The names and street addresses of the members of the initial Board of Directors of this Corporation, who shall hold office until the First Annual Meeting of Shareholders, and thereafter until their successors are elected and have qualified, is as follows:

Beate Gebhardt  
Kunigundenstrasse 37  
D - 80805 München GERMANY

ARTICLE IX  
By-Laws

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or Directors in any manner permitted by the By-Laws.

ARTICLE X  
Financial Information

The Corporation shall not be required to file a balance sheet and a profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the

shareholders each fiscal year hereafter unless a resolution to the contrary has been adopted by the shareholders not later than four (4) months after the close of such year.

ARTICLE XI  
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing incorporator to the foregoing Articles of Incorporation, has hereunto set his hand and seal this 29<sup>th</sup> day of January, 1998.

By:   
H. William Walker, Jr.

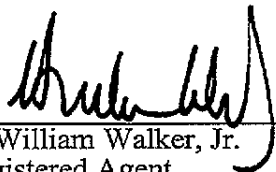
CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE

In compliance with Florida Statutes Sections 48.091 and 607.0501 the following  
is submitted:

THE BEE ENTERPRISES OF AMERICA, INC., desiring to organize as a corporation under the  
laws of the State of Florida, has designated White & Case LLP, 200 S. Biscayne Boulevard,  
Suite 4900, Miami, Florida 33131, as its initial Registered Office and has named H. William  
Walker, Jr., located at said address as its initial Registered Agent.

By:   
H. William Walker, Jr.  
Incorporator

Having been named Registered Agent for the above stated corporation, at the  
designated Registered Office, the undersigned hereby accepts said appointment and agrees to  
comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said  
office. The undersigned further agrees to comply with the provisions of all statutes relating to  
the proper and complete performance of the undersigned's duties, and the undersigned is familiar  
with and accepts the obligations of the undersigned's position as registered agent.

By:   
H. William Walker, Jr.  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA