

P98000024104

VOLKER KRACHT
10222 N.W. 50 STREET
SUNRISE, FL 33351

MARCH 6, 1998

SECRETARY OF STATE
409 E GAINES STREET
TALLAHASSEE, FL 33299

FILED
98 MAR 12 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO WHOM IT MAY CONCERN:

ENCLOSED IS THE ORIGINAL ARTICLES OF INCORPORATION, ONE
COPY AND A CHECK FOR THE FILLING FEE OF \$122.50. PLEASE
PROCESS THE ENCLOSED INFORMATION AND RETURN IT TO ME AS SOON
AS POSSIBLE.

THANK YOU IN ADVANCE,


VOLKER KRACHT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bella Donna Trading Company

Articles of Incorporation

We, the undersigned, hereby form, organize and incorporate under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation, liability, rights, privileges and limitations of corporations for profit, the above named corporation.

Article I: The name of this corporation shall be Bella Donna Trading Company.

Article II: The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article III: The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a one dollar (\$1.00) par value.

Article IV: This corporation is to have perpetual existence.

Article V: The principal place of business of this corporation shall be 10222 NW 50 St., Sunrise, FL 33351 or in any other location in the State of Florida designated by the board of directors.

Article VI: This corporation shall have two (2) directors. The number of directors may be increased or decreased from time to time in accordance with the terms and conditions of the by-laws adopted by the stockholders, but shall never be less than one (1).

Article VII: The name and addresses of the first board of Directors who, subject to the provisions of the certificate of incorporation, the by-laws, and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's business and existence, or until their

successors are elected and have qualified are: Volker Kracht, 10222 NW 50 St., Sunrise, FL 33351 and Gordon G. Clauss, 3415-10, W 19 St., Panama City, FL 32405.

Article IX: The executive officer of this corporation shall be the president. Any person may hold two offices. The corporation may also have such officers and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, take and hold their offices for such terms, and have such powers and duties as may be prescribed by the by-laws, or determined by the board of directors.

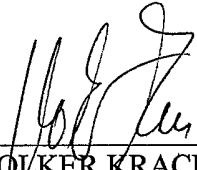
Article X: The corporation reserves the right to amend, alter, change, or repeal any provision contained in these article of incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred therein upon stockholders, directors and officers are subject to this reserved power.

Article XI: Every person who is now a director or who shall hereafter become a director of this corporation, shall be indemnified by the corporation against all costs and expenses (inclusive of legal fees) hereafter reasonably incurred by reason of their being a director of this corporation. The provisions of the statutes of the State of Florida in regards to indemnification shall govern the extent of this right to indemnification.

Article XII: The corporation desiring to organize under the laws of the State of Florida, hereby designates 10222 NW 50 St., Sunrise, FL 33351 as its registered office and agrees to maintain same at all times, and further designates Volker Kracht of said address as its registered agent to accept service of process within the State of Florida.

IN WITNESS WHEREOF, we the undersigned, for the purpose of forming a corporation, pursuant to the laws of the State of Florida, do make, subscribe, and acknowledge these articles of incorporation, and we have hereunto duly executed these articles of incorporation to be filed in the office of the Secretary of State of Florida for the purposes therein set forth.

Dated this 5 of March, 1998.



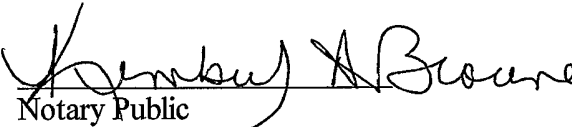
VOLKER KRACHT

STATE OF FLORIDA)

COUNTY OF BROWARD)

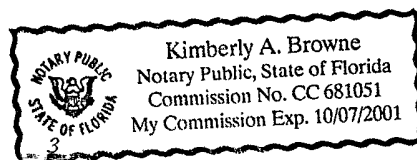
BEFORE ME, the undersigned authority, personally appeared Volker Kracht, who is personally known to me or who produced _____ as identification, who are the persons making, subscribing, and acknowledging the foregoing articles of incorporation to be their act and deed for the uses and purposes therein set forth and expresses.

Witness my hand and official seal at the County and State last aforesaid, this 5th day of March, 1998.



Notary Public

My commission expires: _____



ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this document, I hereby accept to act in this capacity and agree to comply with the provisions of the statutes of the State of Florida relative to keeping said office and serving as a registered agent.



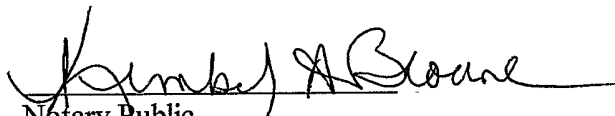
Volker Kracht

STATE OF FLORIDA)

COUNTY OF BROWARD)

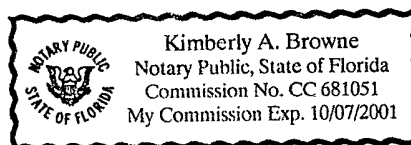
BEFORE ME, the undersigned authority, personally appeared Volker Kracht, who is personally known to me or who produced _____ as identification, who is the person making, subscribing, and acknowledging the foregoing acknowledgement of registered agent.

Witness my hand and official seal at the County and State last aforesaid, this 5 day of March, 1998.



Notary Public

My commission expires: _____



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98