

P98000036989



ACCOUNT NO. : 072100000032

REFERENCE : 792399 7207A

AUTHORIZATION :

Patricia Pyszt

COST LIMIT : \$ 122.50

ORDER DATE : April 23, 1998

ORDER TIME : 9:46 AM

ORDER NO. : 792399-005

CUSTOMER NO: 7207A

CUSTOMER: Geoffrey S. Mombach, Esq
MOMBACH BOYLE & HARDIN, P.A.

Suite 1950
500 E. Broward Boulevard
Fort Lauderdale, FL 333943078

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 23 PM 1:51

DOMESTIC FILING

NAME: BSHI CORP.

700002497597--4

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

RECEIVED
98 APR 23 AM 10:35
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

BSHI CORP.

ARTICLE I

The name of the corporation is BSHI CORP. and its mailing address and principal place of business is 288-Z Smith Sundry Road, Delray Beach, Florida 33446.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida Business Corporation Act.

ARTICLE IV

The corporation is authorized to issue one thousand (1,000) shares of capital stock of the par value of One Dollar (\$1.00) each.

ARTICLE V

The street address of the initial registered office of the corporation is 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394 and the name of the initial registered agent of the corporation at that address is Geoffrey S. Mombach.

ARTICLE VI

The corporation shall have initially one (1) director. The number of directors may be either increased or decreased from time to time as determined by the By-Laws.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 23 PM 1:51

The name and address of the initial director of the corporation is:

Steven Wolf
288-Z Smith Sundry Road
Delray Beach, Florida 33446

ARTICLE VII

The name and address of the person signing these Articles is: Geoffrey S. Mombach, 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394-3079.

ARTICLE VIII

The By-Laws of the corporation may be adopted, altered, amended, or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

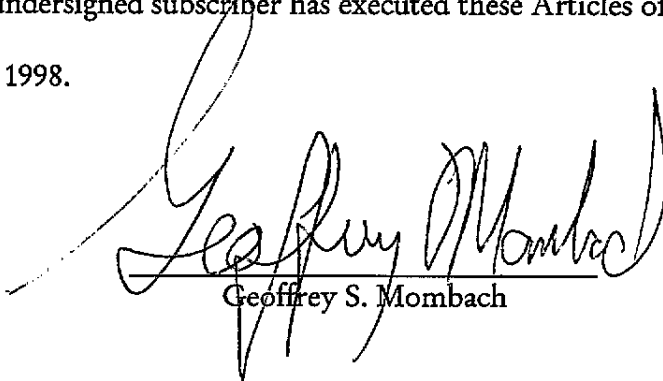
ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

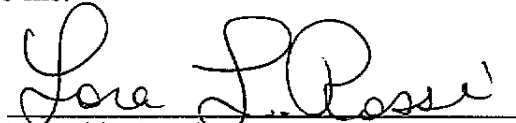
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 22nd day of April, 1998.


Geoffrey S. Mombach

STATE OF FLORIDA)

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 22nd day of April, 1998, by Geoffrey S. Mombach, who is personally known to me.



Typed/Printed Name:

Notary Public - State of Florida

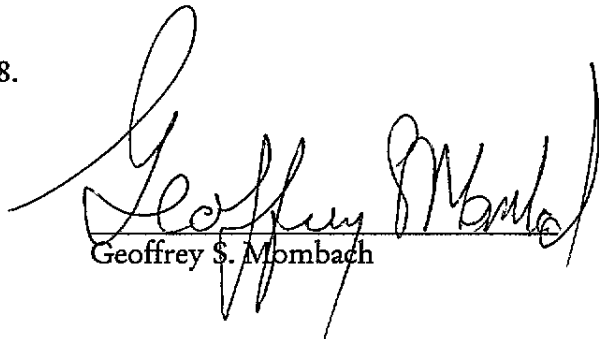
Commission Expires:

Commission Number:



I, Geoffrey S. Mombach, hereby accept the designation of Resident Agent for service of process upon BSHI Corp., a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 22nd day of April, 1998.


Geoffrey S. Mombach