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LARSON & LARSON, P.A.
ATTORNEYS AT LAW
Practicing Domestic & International
Patent, Trademark & Copyright Law
and Appellate Litigation

H. WILLIAM LARSON
HERBERT W. LARSON

ALSO ADMITTED IN DELAWARE AND THE DISTRICT
OF COLUMBIA AND REGISTERED TO PRACTICE
BEFORE THE U. S. PATENT AND TRADEMARK
OFFICE. (REG. NO. 21008).

JAMES E. LARSON
"PATENT AGENT"
REGISTERED TO PRACTICE BEFORE THE
U. S. PATENT AND TRADEMARK OFFICE
(REG. NO. 37867).

PINEBROOK BUSINESS CENTER
7381-114TH AVE. N. SUITE 406
CORAL GABLES, FL 33173-5125
813-546-0660
FAX 813-545-1595

April 21, 1998

BATTAGLIA, ROSS, DICUS & WEIN, P.A.
TRIAL COUNSEL

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Article of Incorporation of Beaniegram, Inc.

800002499708--4
-04/24/98--01071--002
*****70.00 *****70.00

Dear Sir:

Enclosed in connection with the above noted proposed corporation is the Articles of Incorporation and a check for \$70.00 to cover the cost. Please direct all correspondence to the undersigned. Thank you in advance for your assistance.

Very truly yours,

LARSON & LARSON, P.A.


H. William Larson

Enclosure

FILED
98 APR 24 PM 12:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA





**ARTICLES OF INCORPORATION
OF
BEANIEGRAM, INC.**

FILED
98 APR 24 PM 12:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The name of the corporation is Beaniegram, Inc.

2. The principal place of business and mailing address of the corporation is 7411 Colonial Ct., Sanford, FL 32771.

3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

4. The total number of shares of stock which the corporation is authorized to issue is twenty thousand (100,000) and the par value of each of such shares is One Dollar (\$1.00) amounting in the aggregate to one hundred thousand dollars (\$100,000.00).

5. The business and affairs of the corporation shall be managed by the Board of Directors, and the directors need not be elected by ballot unless required by the By-Laws of the corporation.

6. In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors is expressly authorized to adopt, amend or repeal the By-Laws.

7. The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.

8. The address of its registered office in the State of Florida is 7381 114th Ave. North, Suite 406, Largo, FL 33773. The name of its registered agent at such address is H. William Larson, Esq.

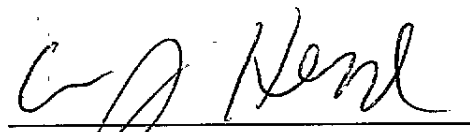
9. The name and mailing address of the persons who are to serve as a directors until the first annual meeting of the stockholders or until successors are elected and qualified are:

<u>NAME</u>	<u>MAILING ADDRESS</u>
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Charles Hesse	7411 Colonial Ct., Sanford, FL 32771
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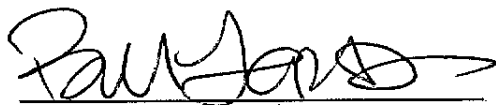
10. The incorporator is Charles Hesse 7411 Colonial Ct., Sanford, FL 32771.

I, **THE UNDERSIGNED**, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, do make, file and record this Certificate of Incorporation, certifying that the facts herein stated are true, and, accordingly, have hereto set my hand this March 20, 1998.

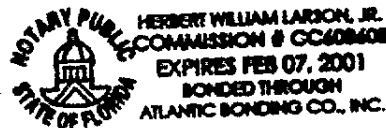

Charles Hesse, Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this March 20, 1998 by Charles Hesse who is personally known to me.

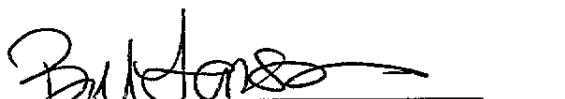

H. William Larson, Notary Public

Seal:



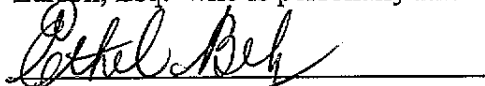
ACCEPTANCE OF REGISTERED AGENT

I, **THE UNDERSIGNED**, accept appointment as registered agent for Beaniegram, Inc. and state that I am familiar with and accept the obligations provided for in § 607.0505 Florida Statutes.


H. William Larson, Esq., Registered Agent

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this March 20, 1998 by H. William Larson, Esq. who is personally known to me.


Ethel Belz, Notary Public

Seal:

