



ACCOUNT NO. : 072100000032

REFERENCE : 815466 8673A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 12, 1998

ORDER TIME : 10:52 AM

ORDER NO. : 815466-005

CUSTOMER NO: 8673A

CUSTOMER: T. Kevin Knight, Esq
DRAGE DEBEAUBIEN KNIGHT
SIMMONS ROMANO & NEAL
332 North Magnolia Avenue

Orlando, FL 32802

DOMESTIC FILING

NAME: BEE FLIES, INC.

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: Robert Maxwell

EXAMINER'S INITIALS:

300002520629--4
-05/12/98-01074-015
****122.50 ****122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 12 PM 1:41

RECEIVED
MAY 12 PM 12:05
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
BEE FLIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 12 PM 1:41

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida:

ARTICLE I. NAME AND PRINCIPAL ADDRESS OF CORPORATION

The name and address of the corporation is: BEE FLIES, INC., 2519 Sweetwater Trail, Maitland, FL 32751.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is 100 shares of common stock having a par value of \$1.00 per share. The corporation will begin business with ONE HUNDRED AND 00/100 DOLLARS.

ARTICLE IV. ADDRESS

The street address of the initial registered agent of the corporation shall be 2519 Sweetwater Trail, Maitland, FL 32751, and the name of the initial registered agent of the corporation at that address is A. Beeler Gausz.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have one (1) Director initially. The name and street address of the initial member of the Board of Directors is:

A. Beeler Gausz
2519 Sweetwater Trail
Maitland, FL 32751

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President/Vice President
Secretary/Treasurer:

A. Beeler Gausz
2519 Sweetwater Trail
Maitland, FL 32751

ARTICLE VIII. INDEMNIFICATION

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

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is A. Beeler Gausz, 2519 Sweetwater Trail, Maitland, FL 32751.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal the
30 day of April, 1998.


A. Beeler Gausz

State of Florida
County of Orange

The foregoing instrument was acknowledged before me this ____ day of April 1998,
by A. Beeler Gausz, who is personally known to me or who has produced a Florida Driver's
License as identification and who did take an oath.

Witness my hand and official seal in the County and State aforesaid this 30 day
of April, 1998.


Notary Public
My Commission Expires

Thomas Kevin Knight
Notary Public, State of Florida
Commission No. CC 646996
My Commission Exp. 06/18/2001
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as Registered Agent
for BEE FLIES, INC.


A. Beeler Gausz,
Registered Agent

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