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RICHARD T. AVIS ♦

♦ ALSO ADMITTED IN  
N.Y. AND ILLINOIS

OF COUNSEL

REFER TO FILE NO.

P980000052237  
TRANSMITTAL LETTER

June 2, 1998

600002551236--3  
-06/08/98--01083--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fl. 32314

SUBJECT: BUSINESS INTERNATIONAL USA, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent and a check for \$70.00. Please stamp the original of these documents to show the date of incorporation and the filing number and remit to me. We do not require a certified copy at this time.

FROM/ Richard T. Avis, Esq.  
RETURN TO: 1325 Snell Isle Blvd., Suite 205C  
St. Petersburg, Fl. 33704

Thank you for your assistance in this matter.

Sincerely,  
Richard T. Avis

RTA/lbj  
Enclosures

FILED  
98 JUN -8 AM 10:18  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Richard Avis GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Name  
DATE 6-11-98  
DOC. EXAM mm

**ARTICLES OF INCORPORATION**

**OF**

**BUSINESS INTERNATIONAL USA, INC.**

**FILED**  
98 JUN -8 AM 10:18  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.*

**ARTICLE I NAME**

*The name of the corporation shall be:*

**BUSINESS INTERNATIONAL USA, Inc.**

**ARTICLE II PRINCIPAL OFFICE**

*The principal place of business and mailing address of this corporation shall be:*

341 83rd Ave.  
St. Petersburg Beach, Fl. 33708

**ARTICLE III SHARES**

*The number of shares of stock that this corporation is authorized to have outstanding at any one time is:*

10,000 Shares Common (No Par Value)

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

*The name and address of the initial registered agent is:*

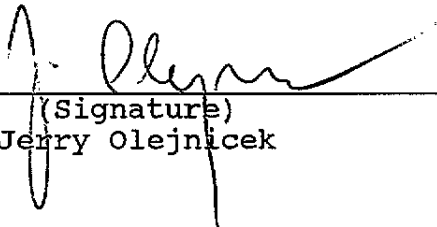
Jerry Olejnicek  
341 83rd Ave.  
St. Petersburg Beach, Fl. 33708

**ARTICLE V INCORPORATOR**

*The name and street address of the incorporator to these Articles of Incorporation is:*

Jerry Olejnicek  
341 83rd Ave.  
St. Petersburg Beach, Fl. 33708

*The undersigned incorporator has executed these Articles of Incorporation this 2nd day of June, 1998.*

  
\_\_\_\_\_  
(Signature)  
Jerry Olejnicek

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**  
98 JUN -8 AM 10:18  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

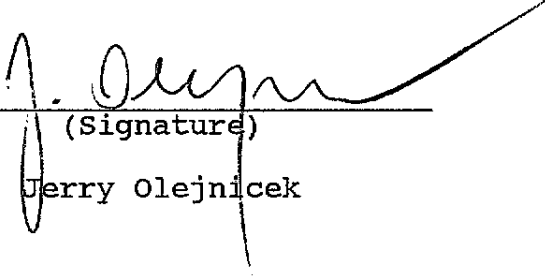
1. *The name of the corporation is:*

BUSINESS INTERNATIONAL USA, Inc.

2. *The name and address of the registered agent and office is:*

Jerry Olejnicek  
341 83rd Ave.  
St. Petersburg Beach, Fl. 33708

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
(Signature)  
Jerry Olejnicek