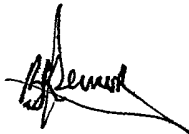


B. K. SENIOR & ASSOCIATES, INC
6640 DAHLIA DR. MIAMI, FL 33023
Ph (954) 963-9333

P980000 72714

I have enclosed check for the sum of \$122.50 for the filing

B.K.S. Inc.



8/10/98

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-08/17/98-01091-006
****122.50 ****122.50

APPROVED,
AND
FILED
98 AUG 17 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK AUG 20 1998

APPROVED
AND
FILED

98 AUG 17 AM 9:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

Bū.S.S. Inc.

ARTICLE 1 CORPORATE NAME

The Name of this corporation is

Bū.S.S. Inc.

ARTICLE 11. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE 111. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Five Hundred (500) shares of common stock having a par value of \$1.00 per share. Said stock shall be paid for in lawful money of the United States or in property, labor, or services; providing that when said stock is paid for in or by property, labor or services, the just value thereof shall be fixed by the Board of Directors in the manner provided for by the Statues and the By-Laws, and stock shall be issued in accordance with the value so fixed.

All stock shall be paid for when issued on such terms and conditions and in such installments as the Boar4 of Directors shall determine

ARTICLE 1V TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Principal office is situated at 8100 Geneva Court, Miami, Florida 33166.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

NAME	ADDRESS
GIOVINALE JOSEPH BUTALID	8100 Geneva Court #C535 Miami, FL 33166

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director (s) initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name(s) of the initial director(s) of this Corporation and (his) (their) street address(es) (is) (are):

NAME	ADDRESS
GIOVINALE JOSEPH BUTALID	8100 Geneva Court #C535 Miami, FL 33166

The person(s) named as initial director(s) shall hold office the first year of existence of this Corporation or until

(His) (their) successor(s) (is) (are) elected or appointed
and (has) (have) qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these
Articles of Incorporation as the Incorporator is:

NAME	ADDRESS
GIOVINALE JOSEPH BUTALID	8100 Geneva Court #C5357 Miami, FL 33166

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the
manner provided by law. Every amendment shall be approved by the
Board of Directors, proposed by them to the stockholders and
approved at a stockholder's meeting by at least a majority of the
stock entitled to vote, unless all of the directors and all of
the stockholders sign a written agreement manifesting their
intention that a certain amendment of these Articles of
Incorporation be made.

ARTICLE X. MANAGEMENT AND VOTING

Upon the election of the Board of Directors by the
stockholders, such board shall manage the business and affairs of
the corporation without the need of further authorization from
the stockholders, except as provided by law; all stockholders of
stock shall be entitled to vote, whether said stock shall be
fully or partially paid, unless otherwise determined by the
Board of Directors or before the time of issuance thereof.

In WITNESS WHEREOF the undersigned, as Incorporators, has
executed the foregoing Article of Incorporation on the
Day of 14th Aug 1998 .


Giovinale Joseph Butalid
Incorporator

STATE OF FLORIDA)

OF DATE) ss.

BEFORE ME, a Notary Public, personally appeared
GIOVINALE JOSEPH BUTALID to me known to be the person(s)
described as

Incorporator(s) and who executed the foregoing Articles of
Incorporation and acknowledged before me that he (she) subscribed
to these Articles of Incorporation on the 14TH day of Aug. 1998.



Large

(SEAL)



ALFRED H. BERNARD
COMMISSION # CC 646515
EXPIRES JUN 7, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

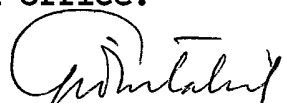
Notary Public
State of Florida at

My commission expires:

ACKNOWLEDGEMENT OF RESIDENT AGENT:

Having been named to accept service of process for the
above stated corporation, at place designated herein, I hereby
accept to act in this capacity, and agree to comply with the
provisions of law relative to keeping open said office.

BY:


Resident Agent

GIOVINALE JOSEPH BUTALID

APPROVED
AND
FILED

98 AUG 17 AM 9:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA