

VIA FEDERAL EXPRESS

August 20, 1998

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

SUBJECT: BULL VS BEAR, INC.

000002630460--0

-09/01/98--01005-029

\*\*\*\*122.50 \*\*\*\*122.50

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$122.50. Please forward a certified copy to the address below.

FROM: Christopher Repasi  
698 NW 44<sup>th</sup> Terrace, Suite 102  
Deerfield Beach, 33442.

954 - 422 - 8984

FILED  
98 SEP - 1 AM 8:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W98-19511  
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**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

August 26, 1998

CHRISTOPHER REPASI  
698 NW 44 TERRACE, STE. 102  
DEERFIELD BEACH, FL 33442

SUBJECT: BULL VS BEAR, INC.  
Ref. Number: W98000019511

We have received your document for BULL VS BEAR, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The corporate fees are as follows:

**CORPORATIONS FILING FEES**

Profit and NonProfit  
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Sharon Davis  
Document Specialist Supervisor

Letter Number: 898A00044217

**ARTICLES OF INCORPORATION**

**OF**

**BULL VS BEAR, INC.**

The undersigned, acting as incorporator of a corporation under the provisions of the General Corporation Laws of the State of Florida, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**  
**NAME**

The name of the corporation is BULL VS BEAR, INC.

**ARTICLE II**  
**EXISTENCE AND DURATION**

The period of duration of this corporation is perpetual.

**ARTICLE III**  
**PURPOSES AND POWERS**

The purpose for which this corporation is organized is to engage in all lawful business for which corporations may be incorporated pursuant to the General Corporation laws of the State of Florida Chapter 607, Florida Revised Statutes, as amended. In furtherance of lawful purposes, the corporation shall have and may exercise all rights, powers and privileges now or hereafter exercisable by corporations organized under the laws of Florida. In addition, it may do everything necessary, suitable, convenient or proper for the accomplishment of any its corporate purposes.

**ARTICLE IV**  
**CAPITALIZATION**

The aggregate number of shares of common stock which this corporation shall have authority to issue is ten million (10,000,000) shares at par value of one tenth of one cent (\$.001) per share. Each holder of common stock shall be entitled to one vote for each share of common stock held.

The Directors of the corporation shall have the authority to issue preferred shares of stock, the value and number of which to be determined by the Directors at time of issuance.

There shall be no cumulative voting by shareholders.

The shareholders shall have no preemptive rights to acquire any shares of the corporation.

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TALLAHASSEE, FLORIDA

**ARTICLE V**  
**INITIAL OFFICE AND AGENT**

The address of this corporation's initial registered office is 698 NW 44<sup>th</sup> Terrace, Suite 102, Deerfield Beach, 33442, and the name of its initial registered agent is Christopher Repasi.

**ARTICLE VI**  
**PRINCIPLE OFFICE**

The address of the principal office of the corporation is 698 NW 44<sup>th</sup> Terrace, Suite 102, Deerfield Beach, 33442. The corporation may maintain offices, agencies, and places of business in any other state in the United States and in foreign countries without restriction as to place, as the Board of Directors may from time to time determine or the business of the corporation may require.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of this corporation is one. The directors of the corporation may increase the number of directors to a maximum of nine. The name and address of the person who is to serve as director until the first annual meeting of shareholders, or until his successor is elected and qualified is:

**NAME**  
Christopher Repasi

**ADDRESS**  
698 NW 44<sup>th</sup> Terrace, Suite 102  
Deerfield Beach, 33442

**ARTICLE VIII**  
**INDEMNIFICATION**

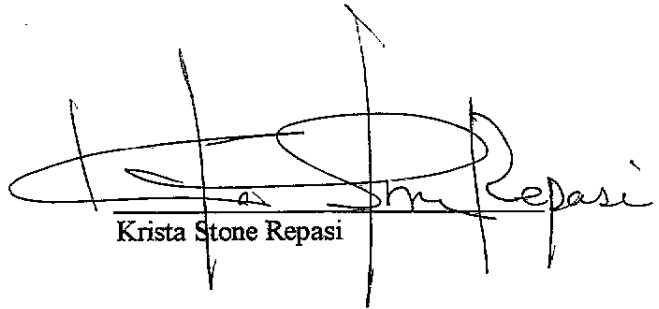
As the Board of Directors may from time to time provide in the By-Laws or by resolution, the corporation may indemnify its officers, directors, agents and other persons to the extent permitted by the laws of the State of Florida.

The name and address of the incorporator signing these Articles of Incorporation is as follows:

**NAME**  
Krista Stone Repasi

**ADDRESS**  
698 NW 44<sup>th</sup> Terrace, Suite 102  
Deerfield Beach, 33442.

Dated this 20 day of August, 1998.

  
Krista Stone Repasi

STATE OF FLORIDA       )  
                                  ) ss.  
COUNTY OF BROWARD    )

I, HEIDI SANDERS, a Notary Public, hereby certify that KRISTA STONE REPASI personally known (or proved) to me to be the person whose name is subscribed to the annexed and foregoing Articles Of Incorporation, appeared before me first duly sworn, acknowledged that he signed said Articles of Incorporation as his free and voluntary act and deed for the uses and purposes therein set forth and that statements therein contained are true.

I accordingly have hereunto set my hand and seal this 25<sup>th</sup> day of Aug., 19 98.

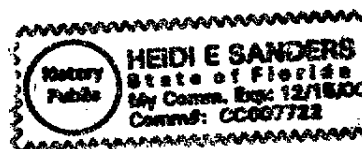
Notary Public:

Sign 

Print HEIDI SANDERS

State of Florida at Large (Seal)

My Commission Expires:

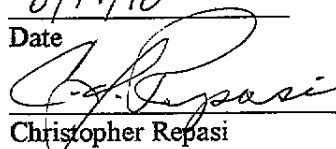


**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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.

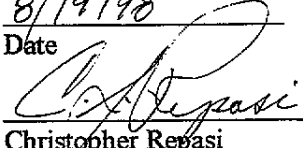
1. The name of the corporation is BULL VS BEAR, INC.
2. The name and address of the registered agent and office is

Christopher Repasi  
698 NW 44<sup>th</sup> Terrace, Suite 102  
Deerfield Beach, 33442.

8/19/98  
Date  
  
Christopher Repasi  
Director, BULL VS BEAR, INC.

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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.**

8/19/98  
Date  
  
Christopher Repasi