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Agnes S. Hollingshead, P.A.

Attorney at Law

2240 Woolbright Road, Suite 411
Boynton Beach, Florida 33426-5802
561-736-9966

January 6, 1999

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

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-01/11/99--01025--005
*****70.00 *****70.00

Re: Bels MMI, Inc

Dear Sir/Madame:

Please accept this as a request to file a new Florida corporation. I enclose a check in the amount of SEVENTY DOLLARS and 00/100 (\$70.00).

If you have any questions or concerns please do not hesitate to contact this office. Thank you for your attention on this matter.

Sincerely,

Christen L. Escobar

Christen L. Escobar
Legal Assistant for Agnes S. Hollingshead, P.A.

ASH/cle

enclosure

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF INCORPORATION

-of-

BELS MMI, Inc.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is

BELS MMI, Inc.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,000 all of which shall be common shares with par value of \$.01

ARTICLE V. REGISTERED OFFICE

The street address of the initial registered office of the corporation is 2240 Woolbright Road, Ste 411, Boynton Beach, Florida 33426, Palm Beach County, and the name of the initial registered agent is Agnes S. Hollingshead Esq.

ARTICLE VI. DIRECTORS

The Board of Directors of the corporation shall consist of 1 (one) member but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the By-laws of the corporation, provided that in no event shall the Board of Directors consist of less than one member.

The names and addresses of the Directors which constitute the first Board of Directors of the Corporation are:

NAME	ADDRESS
Edward Kaminsky	5469 NW 42nd Avenue, Boca Raton, FL 33496

ARTICLE VII. INCORPORATORS

The names and addresses of the incorporators of the corporation are:

NAME

ADDRESS

Edward Kaminsky

5469 NW 42nd Avenue, Boca Raton, FL 33496

IN WITNESS WHEREOF, the undersigned has subscribed his name this 23rd day of December, 1998.

Edward Kaminsky

EDWARD KAMINSKY

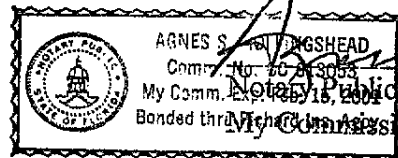
STATE OF FLORIDA)

COUNTY OF PALM BEACH)

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On this 23rd day of December, 1998, before me, the undersigned officer, personally appeared, EDWARD KAMINSKY known to me to be the person whose name is subscribed to the within instrument, and he acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal



Agnes S. Jenningshead

STATE OF FLORIDA
SECRETARY OF STATE

Certificate Designating Place of Business or Domicile
for the Service of Process Within This State, Naming
Agent Upon Whom Process May Be Served and Names and
Addresses of the Officers and Directors.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BELS MMI, Inc.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

BELS MMI, Inc., a corporation organized under the laws of the State of Florida, with its principal office at 5469 NW 42nd Avenue, Boca Raton, FL 33496, County of Palm Beach, State of Florida, has named **AGNES S. HOLLINGSHEAD ESQ.**, located at 2240 Woolbright Road, Ste #411, Boynton Beach, Florida 33426, Palm Beach County, as its agent to accept service of process within this state.

OFFICERS TITLES SPECIFIC ADDRESS

Edward Kaminsky Pres, Vice Pres, 2240 Woolbright Road, Boynton Beach, Florida
Secretary, Treasurer 33426

DIRECTORS

Edward Kaminsky 22 Hastings Lane, Boynton Beach, FL 33462

ACCEPTANCE

I agree as Resident Agent to accept Service of Process: to keep the office open during prescribed hours: to post my name and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

DATED: 12.23.98


Agnes S. Hollingshead Esq.