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*****78.75 *****78.75

CORPORATION(S) NAME

Millennium 2000 INC.

FILED
99 FEB 26 AM 9:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA
Empire Toll Free: 1-800-432-3028

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 24, 1999

EMPIRE

MIAMI, FL

SUBJECT: MILLENNIUM 2000 INC.
Ref. Number: W99000004661

We have received your document for MILLENNIUM 2000 INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 999A00008600

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 FEB 26 AM 9:21

ARTICLES OF INCORPORATION

of

MILLENNIUM BUGS, INC.

(name of corporation)

FILED
99 FEB 26 AM 9:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

MILLENNIUM BUGS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND shares (1000.00) of ONE DOLLAR Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>MICHAEL OLIVERA</u>		
ADDRESS	<u>51 MUTINY PLACE</u>		
CITY	<u>Key Largo</u>	FLORIDA	ZIP <u>33037</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>MILLENNIUM 2000 INC</u>		
ADDRESS	<u>51 MUTINY PLACE</u>		
CITY	<u>Key Largo</u>	FLORIDA	ZIP <u>33037</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>MICHAEL OLIVERA</u>		
ADDRESS	<u>51 MUTINY PLACE</u>		
CITY	<u>Key Largo</u>	STATE	<u>FLORIDA</u> ZIP <u>33037</u>
NAME	<u>Heleve McRoberts</u>		
ADDRESS	<u>51 MUTINY PLACE</u>		
CITY	<u>Key Largo</u>	STATE	<u>FLORIDA</u> ZIP <u>33037</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>MICHAEL OLIVERA</u>		
ADDRESS	<u>51 MUTINY PLACE</u>		
CITY	<u>Key Largo</u>	STATE	<u>FLORIDA</u> ZIP <u>33037</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 23 day of FEBRUARY, 1999.

(Seal)

(Seal)

(Seal)

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

MILLENNIUM BUGS, INC.
(name of corporation)


Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 51 MUTINY PLACE
Key Largo, Florida 33037

has named MICHAEL OLIVERA
located at the aforesaid address, as its Registered Agent to accept service of process within
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obliga-
tions of that position, I hereby accept to act in this capacity, and agree to comply with the
provisions of Florida Law in keeping open said office.


(registered agent)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA