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LAMARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305) 552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. BUSH HOLDINGS, INC.

(Corporation Name)

(Document #)

2. (Corporation Name)

(Document #)

3. (Corporation Name)

(Document #)

4. (Corporation Name)

(Document #)



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Certificate of Status

99 MAY 12 PM 12:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
99 MAY 12 AM 11:31
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION

OF

BUSH HOLDINGS, INC.

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TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is BUSH HOLDINGS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence unless dissolved according to law and it's existence shall commence on the date of execution and acknowledgment.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of one dollar (\$ 1.00) par value common stock which shall be designated "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The principal address and the initial registered office of this corporation is: 15761 SW 148 Terr., Miami, FL 33196 and the name of the initial registered agent of this corporation at that address is: BERNARDO J. ADROVER.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
PETER RODRIGUEZ PRESIDENT	14941 SW 31 COURT DAVIE, FL 33331
BERNARDO J.ADROVER VICE-PRESIDENT	15761 SW 148 TERR MIAMI, FL 33196

ARTICLE VIII- INCORPORATOR

The name and address of the person signing these Articles is:
BERNARDO J.ADROVER, 15761 SW 148 TERR.. MIAMI,FLORIDA 33196.

ARTICLE IX-SHAREHOLDERS' QUORUM AND VOTING

Seventy-five (75%) percent of the shareholders' entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 75% of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

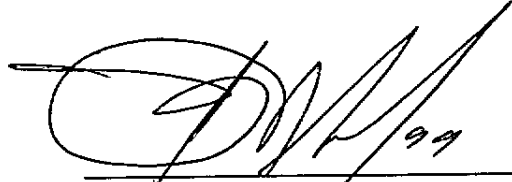
ARTICLE X-SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation duly called as provided by law.

ARTICLE XI-AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of May, 1999.


Bernardo J. Adrover
Registered Agent

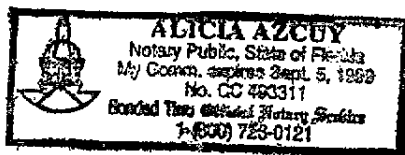
STATE OF FLORIDA
SS
COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared Suzette Morales known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledges before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in State and County aforesaid, this 10th day of May, 1999.



Notary public, State of Florida
at Large

My commission expires:




REGISTERED AGENT

In Pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: BUSH HOLDINGS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, County of Miami Dade, State of Florida, has named Bernardo J. Adrover, is located at 15761 SW 148 Terr, Miami, Florida 33196 as its agent to accept service of process within this state.


Bernardo J. Adrover
Registered Agent

ACKNOWLEDGMENT

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


Bernardo J. Adrover
Registered Agent

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TALLAHASSEE FLORIDA