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Secretary of State State of Florida Tallahassee, Florida

Re: B.S. ENTERPRISES, INC.

Enclosed are the applications for Articles of Incorporation on the above named. Also enclosed is our check for \$70.00 for filing same, should you have any questions with reference to filing the aforementioned, please feel free to contact our office.

Thank you for your assistance.

EFFECTIVE DATE

Sincerely, Stella Ehnle Oak Park Accounting 773 W.Lumsden Rd. Brandon, Fl.33511 (813) 685-8700

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ARTICLES OF INCORPORATION

OF

B.S ENTERPRISES, INC.

EFFECTIVE DATE

The undersigned subscriber to these Articles of Incorporation, natural persons competent to contract, hereby subscribe to and form a corporation for profit under the laws of the State of Florida.

ARTICLE I (Name)

1.01 The name of the Corporation is B.S.ENTERPRISES, INC.

ARTICLE II

(Nature of Business)

2.01 The corporation may engage in any activity or business that is permitted under the laws of The United States of America and of this State.

ARTICLE III

(Capital Stock)

- 3.01 The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is One Hundred (100) shares
- of common stock having nominal or par value of One Dollar (\$1.00) per share.

Said stock shall be payable in cash, property, labor or services at a just

valuation to be fixed by the stockholders at a meeting called for that purpose.

ARTICLE IV

(Capital)

- 4.01 The amount of capital with which this corporation shall begin
- is One Hundred Dollars (\$100.00).

ARTICLE V

(Corporate Existence)

- 5.01 Commencement The date when corporate existence shall commence shall be is JULY 1, 1999.
- 5.02 Duration This corporation shall exist perpetually until dissovled according to law.

ARTICLE VI

(Principal Office)

- 6.01 Principal Office The post office address of the principal office of this corporation in the State of Florida is 1971 W. LUMSDEN ROAD, #136, BRANDON, FL. 33511
- 6.02 Relocation The stockholders may, from time to time move the location of the principal office to any other address in the State of Florida.

ARTICLE VII

(Number of Directors & Incorporators)

7.01 The number of directors of this corporation shall not be less than one (1). The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

(Name & Address of the Board of Directors)

8.01 Designation - The name, post office addresses & street addresses of the first Board of Directors who shall serve until the first annual meeting or until their succesors shall have been elected and qualified are:

NAME	ADDRESS	OFFICE.
Elliott Stein	1971 W.Lumsden Rd, Brandon, FL.	President
Martin J. Buttner	2059 Sarah Louise Dr, Brandon, FL	. Vice-Pres

Executed by the undersigned at Tampa, Florida. day of Martin J. Buttner STATE OF FLORIDA COUNTY OF HILLSBOROUGH On this day of 1999 before me, an officer duly authorized to take acknowledgments, personally appeared, Elliott Stein Martin J. Buttner known to me to be those persons whose names is subscribed to the foregoing Articles of Incorporation, and they acknowledged to me that they executed the same for the purpose therein contained. IN WITNESS WHEREOF, I have hereunto set my hand and seal this Aday of Kene 1999. My Comission Expires /o zgraživom kdiečami, ostažčičičičičimimimiz OLARY PUR Stella B. Ehnle Notary Public, State of Florida Commission No. CC 486650 My Commission Expires 10/03/99 Commission Expires 10/03/99 50 April My Commission Expires 10/03/99 April My Commission Expires 10/03

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

PURSUANT to section 48.091, Florida Statutes, the following is submitted:

FIRST: B.S. ENTERPRISES, INC.

desiring to organize as a corporation under the laws of the State of

hereby names ELLIOTT STEIN as it's agent to accept the service of

within this state, and hereby designates 1971 West Lumsden, Brandon,

33511 as the street address of this office for service of process within

State.

ACKNOWLEDGMENT

Having been named to accept service of process for the abovestated

corporation at the place designated in this Certificate, I hereby agree to

act in this capacity, and agree to comply with the provisions of Section

48.091 relative to keeping open said office.