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Florida Department of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 : (305)541-3694 Phone

Fax Number : (305)541-3770

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FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 2, 1999

EMPIRE

SUBJECT: BERMUDA INTERNATIONAL CAPITAL HOLDINGS LTD., INC.

REF: W99000015392

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan Document Specialist FAX Aud. #: E99000016213 Letter Number: 999A00034860

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ARTICLES OF INCORPORATION

OF

BERMUDA INTERNATIONAL CAPITAL HOLDINGS LIMITED, INC.

These Articles are in compliance with Chapter 607, F.S.

ESECRE LARY OF STATE A

Article I

The name of this corporation shall be:

BERMUDA INTERNATIONAL CAPITAL HOLDINGS LIMITED, INC.

Article II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

Article III

The principal place of business and mailing address of this corporation shall be: 21825 Town Place Drive, Boca Raton, Florida 33433.

Article IV

The general nature of business of this corporation is to transact any and all lawful business.

Article V

The number of shares which this corporation shall have authority to issue is 100 shares, having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

Article VI

The name and street address of the initial Registered Agent of this corporation shall be: Jonathan Flom, 411 South County Road, Suite 200, Palm Beach, Florida 33480.

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PREPARED BY: RAY STORMONT, EMPIRE CORPORATE KIT COMPANY, 1492 WEST FLAGLER STREET, #200, MIAMI, FL 33135, (305) 541-3694

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. ... Article VII

The initial board of Directors shall consist of a total of 2 person(s) and the name and address of the person(s) who are to serve as an initial director(s):

Norman J. Hoskin President/Director 21825 Town Place Drive Boca Raton, Florida

Sandra Hoskin Secretary/Treasurer/Director 21825 Town Place Drive Boca Raton, Florida

Article VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC. 1492 WEST FLAGLER STREET #200 MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this <u>Olst</u> day of <u>July</u>, 1999.

Ancorporator
Ray Stormont, President

Signing for

Empire Corporate Kit of America, Inc.

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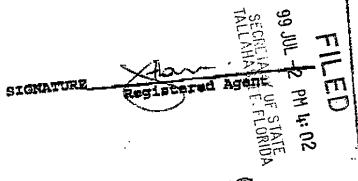
CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits, organized under the statement in designating the registered office/registered agent, in the state of Florida.

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City of (City)	TOCASE WILLIAM
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State of Florida, as its agent to accept service of process within

HAVING BEEN MAMED 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 THE CAPACITY. I FURTHER AGREE TO COMPLY WITH THE DESCRIPTIONS OF ALL CHARMES DES WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PROVISIONS OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCOMPLETE PROVINCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCOMPLETE PROVINCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCOMPLETE PROVINCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCOMPLETE PROVINCE OF MY DUTIES. ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



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