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MITCHELL A. SILVER & CO., P.C.

Accountants and Tax Consultants

P.O. BOX 22-3592

HOLLYWOOD, FLORIDA 33022-3592

FILED

99 NOV -8 AM 9: 59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mitchell A. Silver, M.S. Taxation
Enrolled to Practice Before the I.R.S.

Telephone

(954) 922-0886

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November 5, 1999

Florida Department of State
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
New Filings Section

000003038060--4

-11/08/99--01032--010

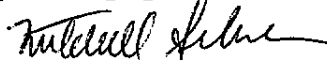
****122.50 *****78.75

Re: Billy Little, Inc.

Dear Madam,

Enclosed please find our check for \$ 122.50,
Please process this application, for a new Corporation.
Thankyou for your help.

Very truly yours,



Mitchell A. Silver

PH 11/9/99 ✓

ARTICLES OF INCORPORATION
OF

BILLY LITTLE, INC.
P.O.BOX 22-3592
HOLLYWOOD, FL 33022-3592

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these ARTICLES OF
INCORPORATION,

natural persons competent to contract, hereby form a corporation
under the laws of the State of Florida.

ARTICLE I, NAME

The name of the corporation shall be:

BILLY LITTLE, INC.

The principal place of business of this corporation shall be:

P.O.BOX 22-3592, HOLLYWOOD, FL 33022-3592

ARTICLE II, NATURE OF BUSINESS

This corporation may engage or transact in any or lawful
activities or business permitted under the laws of the United
States, the State of Florida, or any other state, country,
territory or nation.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is
authorized to have outstanding at any one time is 100,000 shares of
common stock having \$0.10 par value per share.

ARTICLE IV, ADDRESS

The street address of the initial registered office of the corporation shall be: 2648 WILSON STREET

HOLLYWOOD, FL 33020-1953

and the name of the initial registered agent of the corporation at that address is: BILLY LITTLE

ARTICLE V, TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI, PREEMPTIVE RIGHTS

Every shareholder upon 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 at the price at which it is offered to others.

ARTICLE VII, OFFICERS AND DIRECTORS

This corporation shall have 1 officer and 1 director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

WILLIAM G. LITTLE

1575 BAY DRIVE

MIAMI BEACH, FL 33141

ARTICLE VIII, SUBSCRIBER

The names and street addresses of the subscribers to these Articles of Incorporation are:

WILLIAM G. LITTLE

1575 BAY DRIVE

MIAMI BEACH, FL 33141

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 5TH of NOVEMBER_____, 1999__.

William G. Little (SEAL)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF Broward_____

The foregoing instrument was acknowledged before me this 5TH day of NOVEMBER, 1999.

Fredda A. Silver

NOTARY PUBLIC

My commission expires:
March 22, 2002



Fredda A. Silver
MY COMMISSION # CC698359 EXPIRES
March 22, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

I hereby accept my appointment as registered agent.

William G. Little

REGISTERED AGENT (WILLIAM G. LITTLE)