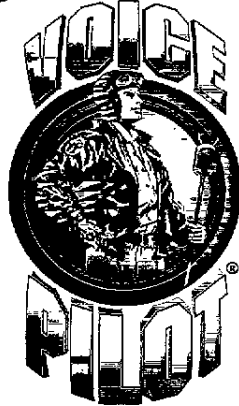


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September 15, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200003407292--4
-09/28/00--01003--001
*****78.75 *****78.75

Re: Asbro Technologies, Inc.

Dear Sir/Madam:

Enclosed is a check in the amount of \$78.75 representing filing fee, resident agent designation fee and a fee for a certified copy of the Articles of Incorporation. Please forward a certified copy of the Articles, as well as the Charter Certificate.

Sincerely,

Lisa Halvosa
Administrator

/lh
enc

cc: Jack Martin Coe, P.A.

FILED
2000 SEP 28 AM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BC 9/27

**ARTICLES OF INCORPORATION
OF
ASBRO TECHNOLOGIES, INC.**

FILED
2000 SEP 28 AM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is:

ASBRO TECHNOLOGIES, INC.

ARTICLE II - DURATION

The corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 10,000,000 shares of no par value common stock which shall be designated "Common Shares".

ARTICLES V - RIGHTS OF SHARE OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of outstanding common shares, each having one vote. Nothing in the Articles shall be construed to allow cumulative voting of shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street of the initial Registered Agent and Registered Office of the Corporation are:

JACK MARTIN COE
370 Minorca, Suite 6
Coral Gables, Florida 33134-4311

This document prepared by:

Robert A. Brandt, Esq.
1110 Brickell Avenue, PH-1
Miami, FL 33131
Phone: (305) 374-2202
Fla. Bar No. 311391

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have four directors initially. The number of directors shall not exceed five. The name and address of the initial Directors are:

HUGH J. BOYETTE, 12515 North Kendall Drive, Suite 200, Miami, Florida 33186
SERGEY M. GLADKOV, 12515 North Kendall Drive, Suite 200, Miami, Florida 33186
STUART SUTTA, 12515 North Kendall Drive, Suite 200, Miami, Florida 33186
ROLF RUDESTAM, 12515 North Kendall Drive, Suite 200, Miami, Florida 33186

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator and person signing these Articles is:

STUART SUTTA, 12515 North Kendall Drive, Suite 200, Miami, Florida 33186

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer and/or director or any former officer and/or director to the full extent permitted by law.

ARTICLE XI - COMMENCEMENT OF CORPORATE EXISTENCE

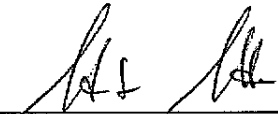
Corporate existence shall be deemed to commence upon filing of these Articles of Incorporation.

ARTICLE XII - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be:

12515 North Kendall Drive, Suite 200, Miami, Florida 33186

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on September 14, 2000.


STUART SUTTA

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

FILED
2000 SEP 28 AM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First That , ASBRO TECHNOLOGIES, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation at County of Miami-Dade, State of Florida has named JACK MARTIN COE, located at 370 Minorca, Suite 6, Coral Gables, Florida 33134-4311, County of Miami-Dade within this State as registered agent of said corporation.

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.

By: 
JACK MARTIN COE
(REGISTERED AGENT)

Date: September 14, 2000