

TRANSMITTAL LETTER

P01000093867

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

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FL
01 SEP 24 AM 8:05

SUBJECT: Hamilton Acquisition Group, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

600004608396--4
-09/24/01--01098--020
*****70.00 *****70.00

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Hamilton (Attn: Kevin)
Name (Printed or typed)

444 Brickell Ave. #51-101
Address

Miami, FL 33131
City, State & Zip

305-445-5055
Daytime Telephone number

F: CH2000 SEP 26 2001

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
HAMILTON ACQUISITION GROUP, INC.**

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SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
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The Undersigned subscriber to these articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1-NAME

The name Of the Corporation is Hamilton Acquisition Group Inc.

ARTICLE 2-PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3- PRINCIPAL OFFICE

The address of the principal office of this corporation is 1108 Kane Concourse #210, Bay Harbor, Florida 33154 and the mailing address is 444 Brickell Ave. #51-101, Miami, FL 33131.

ARTICLE 4- INCORPORATORS

The name and address of the incorporators of this corporation are:

Reid Mack	Director
444 Brickell Ave. #51-101	
Miami, FL 33131	

Robert Ludwig	Director
1108 Kane Concourse #210	
Bay Harbor, FL 33154	

Alfred Miller	Director
1108 Kane Concourse #210	
Bay Harbor, FL 33154	

ARTICLE 5- PRESIDENT

The initial President of the corporation shall be Reid Mack whose address is 444 Brickell Ave. #51-101, Miami, FL 33131.

ARTICLE 6-CORPORATE CAPITALIZATION

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is Fifty Thousand (50,000) shares of common stock, each share having the par value of (\$.001).

6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of its stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.

6.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, of securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations. If any, as may be set forth in the bylaws of the Corporation.

6.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 7-POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law of these Articles of Incorporation.

ARTICLE 8- TERMS OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE 9-TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any person, whether or not the Corporation shall have notice thereof.

ARTICLE 10- REGISTERED OFFICE AND REGISTERED AGENT

The initial address and name of the registered office and agent of this corporation is Reid Mack, located at 1108 Kane Concourse #210, Bay Harbor, FL 33154

ARTICLE 11-BYLAWS

The Board of Directors of the Corporation shall have power, without the assent of vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the bylaws.

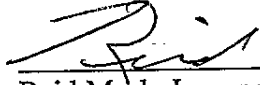
ARTICLE 12-EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 13-AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation of any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 19th day of September, 2001


Reid Mack, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

Reid Mack having a business office at 1108 Kane Concourse, Bay Harbor, FL 33154, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


By: Reid Mack

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