

08/09/95 11:48 AM
H95000061598

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 7
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
PHONE: (305) 541-3884
FAX: (904) 922-4000 FAX: (305) 541-3770

(((H95000008748))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: HAI TECHNOLOGY, INC.
FAX AUDIT NUMBER: H95000008748 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/09/1995 TIME REQUESTED: 11:48:20
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 9 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

(((H95000008748)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2
NUM CAPS Connect: 00:02



FILED
95 AUG -9 PM 4: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
AUG -9 PM 1:34

(9)

H9500008746

**ARTICLES OF INCORPORATION
OF
HAL TECHNOLOGY, INC.**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
55 AUG -9 PM 4:30

The undersigned, in order to form a corporation for the purpose hereinafter stated, under and pursuant to the General Corporation Act of the State of Florida, do hereby certify as follows.

ARTICLE I

NAME

The name of this corporation is: **HAL TECHNOLOGY, INC.**

ARTICLE II

PURPOSE

The general nature of the business to be transacted by this corporation shall be:

- A) Importing, Exporting and Trading.
- B) To purchase, exchange, hire, or otherwise acquire such personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hired, or acquired.

**JOHN M. MACDANIEL, P.A.
ONE BISCAYNE TOWER, SUITE 2975
TWO SOUTH BISCAYNE BLVD.
MIAMI, FLORIDA 33131
FLORIDA BAR # 200832 / (305) 374-0700**

H9500008746

H95000008 746

C) To erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, bungalows, stores, offices, warehouses, mill, shops, factories, machinery and plants, and any and all structures and erections which may at any time necessary, useful, or advantageous in the judgment of the Board of Directors, for the purpose of the Corporation, and which can lawfully be done.

D) To sell, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge or otherwise encumber the lands,

E) To borrow money with or without pledge of or mortgage on all or any of its property, real or personal, as security and to loan and advance money upon mortgages on personal or real property or on either of them.

F) To buy, sell, and deal in, with or without guarantee of payment thereof, bonds and mortgages and other like securities and other kinds of property, whether real or personal, not prohibited or specifically excepted by law, and to do and prosecute any facts or things incidents to or proper in connection with the carrying on of the business of the corporation.

H95000008 746

G) To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge, and otherwise dispose of the shares of capital stock, bonds, debentures, or other evidence of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon, and to issue in exchange therefore its own

stock, bonds, and other obligations.

H) To purchase or otherwise acquire, undertake, carry on, improve or develop all or any of the business, good will, rights, assets or liabilities of any person, firm, association or corporation carrying on any kind of business the same as or of a similar nature to that which this corporation is authorized to carry on, pursuant to the provisions of these Articles of Incorporation.

I) To all such acts and things as are incident or conducive to the premises.

J) This Corporation shall have the power conduct its business in all its branches in the State of Florida, or in any other State or States or territories of the United States, or in the District of Columbia, and the dependancies of the United States of in foreign countries, and ultimately to do all acts and things and to exercise all the powers now or hereafter authorized by law necessary to carry on the business of said corporation, or to promote any of the subjects or objects for which the corporation is formed.

K) The foregoing enumeration of any or all or a combination of either of the specific powers lettered a) through j) both inclusive, shall not be held to limit or restrict in any manner the general powers of the corporation and therefore, the corporation may engage in any lawful act or activity for which corporations may be organized under the General Corporation Act of the State of Florida.

H9500008 746

H9500008 / 4.6

H9 5000008 746

ARTICLE III

DURATION

This Corporation shall have perpetual existence.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue at any time is 100 shares, \$1.00 par value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services actually performed for the corporation, at just valuation to be fixed by the stockholders or by the Directors at a meeting called for such purposes.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is *One Biscayne Tower, Suite 2975, Two South Biscayne Boulevard, Miami, Florida 33131* and the name of the initial registered agent of this corporation at that address is *John M. MacDowell, Esquire.*

H9 5000008 746

ARTICLE VI

BOARD OF DIRECTORS

This corporation shall have *NO* Director initially. The number of directors may either increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE VII

OFFICERS

The Corporation shall have a President, and may also have one or more additional Vice-Presidents, Assistant Secretaries, and Assistant Treasurers, and such other officers and agents as may deemed necessary.

All other officers and agents shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws. The same person may hold two or more offices.

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these articles is:

JAIME SHNAIDER
Rua Captao Cavalcante, 327
Sao Paulo - Brazil - 04017-000

H9500008746

H9500008746

**ARTICLE IX
AMENDMENTS**

The Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter proscribed by the statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

**ARTICLE X
PRINCIPAL OFFICE**

At present, the principal office of the corporation is: 8935 N.W. 68th Avenue - Miami, Florida 33166.

IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this 3rd day of August, 1998.



JAIME SNAIDER

H9 5000000 746

H9 5000000 746

19 5000 008 / 30

STATE OF FLORIDA)
COUNTY OF DADE)

Before me, a Notary Public duly authorized to take acknowledgments in the state and county set forth above, personally appeared **JAIMR SHNAIDER** before me and known by me to be the person who executed the foregoing articles of incorporation and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on this 30 day of AUGUST, 1995.


NOTARY PUBLIC, State of Florida

My Commission Expires:



SUELI CORREIA
My Commission 00000000
Expires Aug. 01, 1997
Banded by ANS
800-883-8878

19 5000 008 746

Personally Known OR Produced Identification
Type of Identification Produced Passport - CE173801

H9 5000008 746

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE AND MANAGING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

First that: **UALTECHNOLOGY, INC.** desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the county of **DADE**, State of Florida, has named John N. MacDaniel, Esquire, located at One Biscayne Tower, Suite 2975, Two South Biscayne Boulevard, Miami, Florida, as its Registered Agent to accept service or process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


JOHN M. MACDANIEL, Esquire
Registered Agent

H9 5000008 746

FILED
95-AUG-9 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000061598
The Law Firm of
John M. MacDaniel, P.A.

ONE DISCOVERY TOWER
SUITE 2000
TAVEN, DISCOVERY BLVD
MIAMI FLORIDA 33133
CITY 305 371 0200
FAX CITY 305 371 2007

Attorneys at Law
Venezuela: Asociacion Abogados Asociados SA
AV. DR. LAZARIDIS 1210, CAROLINA
CAROLINA, PUERTO RICO 00981

VENEZUELA
Valencia Blanco, Pinaros, Lara & Zulia
Caracas CA. Av. Bolivar y El Bosque
Apartado Postal No. 10240
Caracas Venezuela

COLOMBIA
Oficina Central
Calle 99 No. 3-39
Apartado Aereo 10001-1000
Bogota Colombia

August 19, 1996

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

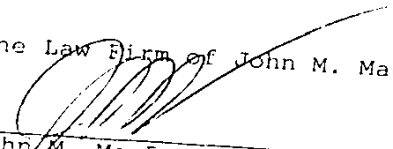
RELIHAI TECHNOLOGY, INC.

Dear Sir or Madam:

We would like to request a correction of Address for the Corporation Hai Technology, Inc., Document Number P95000061598.
The Correct Address is:
8335 NW 68th Street
Miami, Florida 33166

Very truly yours,

The Law Firm of John M. MacDaniel, P.A.


John M. MacDaniel, Esquire

c.c. file

related to 68561