

P95000012217

LAW OFFICES OF
SHERR AND SPARK
523 South Washington Boulevard
Sarasota, FL 34236-6989
813-955-4111
FAX 813-955-4163

Date: Jan. 16, 1995

To: Dept. of State
PO Box 6327
Tallahassee, FL 32314

RE: _____

EFFECTIVE DATE
1-17-95

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 24 AM 9:58

MESSAGE:

Enclosed are the following:

1. Articles of Incorporation for AIA Environmental Corp.

2. Articles of Incorporation for AIA Environmental Corp.

One copy of each of the above enclosed.

A check in the amount of \$140.00 is enclosed and

represents \$35.00 filing fee for each corporation and

\$35.00 registered agent for each corporation.

Please return proof of filing of these corporations to the
above address. Thank you.

LAW OFFICES OF SHERR AND SPARK

By: *[Signature]*

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W95-1682

KAN 2-14



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

February 6, 1995

SHERR AND SPARK
ATTN. JANE
523 S. WASHINGTON BLVD.
SARASOTA, FL 34236-6989

We have received your document for A1A ENVIRONMENTAL CORP. **AND** AIA ENVIRONMENTAL CORP. and check(s) totaling \$140.00. However, your check(s) and document are being returned for the following:

One of the corporate names designated in your documents is unavailable since the two names are not distinguishable. Please select a new name or add one or more words to make them distinguishable from each other.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Nancy Hendricks
Corporate Specialist

Letter Number: 495A00004889

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JAN 24 AM 8:58

ARTICLES OF INCORPORATION

OF

AIA ENVIRONMENTAL CORP.

EFFECTIVE DATE
1-17-95

ARTICLE I - NAME

The name of the corporation is AIA Environmental Corp.

ARTICLE II - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock, each having the par value of \$1.00.

ARTICLE IV - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - EXISTENCE

The Corporation shall commence on the date these Articles are signed, and the corporation shall have perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE

The initial street address of the principal office of this corporation is to be at 509 E. 81st St., NY, NY 10028. The Board of Directors, stockholder or stockholders may from time to time

designate such other street address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director constituting the Initial Board of Directors. The number of Directors may be increased or decreased from time to time by the By-Laws; however, there shall never be less than one Director nor more than five. The names and addresses of the Initial Board of Directors of the Corporation are:

S. Sy Sherr, 523 So. Washington Blvd., Sarasota, FL 34236

ARTICLE VIII - INCORPORATORS

The name and street address of the subscriber of these Articles of Incorporation is as follows:

S. Sy Sherr, 523 So. Washington Blvd., Sarasota, FL 34236

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any Amendment hereto, by a majority vote of the Board of Directors, any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has
executed these Articles of Incorporation on the 17 day of January, 1995.

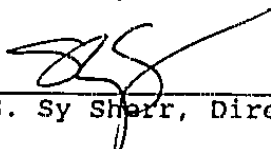

S. Sy Sherr, INCORPORATOR OR

**CERTIFICATE DESIGNATING REGISTERED AGENT AND DOMICIL;
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that AIA Environmental Corp., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 509 E. 81st St., NY, NY 10028, has named Ayn Kasef Corporation, 523 South Washington Boulevard, Sarasota, Florida 34236, as its agent to accept service of process within Florida.

Dated this 17 day of January, 1995.


S. Sy Sherr, Director

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Ayn Kasef Corporation,
a Florida Corporation

BY: 
S. SY SHERR, President

Registered Agent