

WILLIAM E. JOHNSON
CHARTERED
A PROFESSIONAL CORPORATION

THE LANGLY BUILDING
SUITE 150
3751 MAGUIRE BLVD • ORLANDO, FLORIDA 32803
TELEPHONE (407) 895-1195
FACSIMILE (407) 895-1140

William E. Johnson
ATTORNEY AT LAW
CERTIFIED MEDIATOR

Keith C. Parker
LEGAL ASSISTANT

10 JUL 1995
NO 5000003365
10 July 1995

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

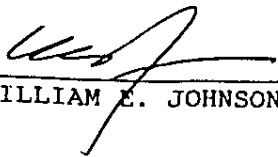
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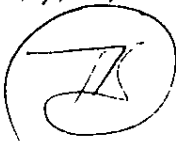
SUBJECT: AMERICAN AND FORMER SOVIET UNION
CHAMBER OF COMMERCE, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 filing fee and certificate.

FROM: WILLIAM E. JOHNSON
1210 Campbell Street
Orlando, FL 32806

Daytime telephone number: (407) 894-1195


WILLIAM E. JOHNSON

7/17/95


ARTICLES OF INCORPORATION
OF

AMERICAN AND FORMER SOVIET UNION CHAMBER OF COMMERCE, INC.

THE UNDERSIGNED, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be AMERICAN AND FORMER SOVIET UNION CHAMBER OF COMMERCE, INC.

ARTICLE II - ADDRESS

The principal place of business and mailing address for this not-for-profit corporation shall be:

3751 Maguire Boulevard
Suite 150
Orlando, Florida 32803

ARTICLE III - PURPOSES

The specific purposes for which the corporation is organized are:

A. To engage in the promotion of cultural, social and business relationships between citizens and companies of the Former Soviet Union as well as citizens and companies of the United States of America and, in particular, the State of Florida.

B. To engage in charitable, benevolent, educational, historical, civic, patriotic, athletic, and literary events and activities.

C. To promote and engage in scientific, agricultural, professional, commercial and industrial trade association purposes.

D. To engage in all acts allowed under Florida Statutes and, in particular, Chapter 617, Florida Statutes.

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected is as follows:

A. There shall not be fewer than three (3) nor more than twenty-one (21) directors.

B. The incorporators shall initially elect a slate of directors at the first organizational meeting of the corporation.

C. All directors shall hold one-year terms of office, but may be re-elected and elected pursuant to the terms of the Bylaws.

D. At the first annual meeting and thereafter for each subsequent annual meeting of the corporation the board of directors shall submit a slate of directors to be voted upon by the members of the corporation. The methodology of notice of said election and other procedural matters shall be set forth in the Bylaws.

E. At an annual meeting a majority vote by those members in attendance will be sufficient to elect any particular director.

F. In case of a vacancy or termination of a director before the annual meeting, the board of directors shall by a majority of vote elect a new board member to replace the departing director.

ARTICLE V - LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes, as otherwise amended.

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name, street address and telephone number of the initial Registered Agent is as follows:

WILLIAM E. JOHNSON, ESQUIRE
1210 Campbell Street
Orlando, Florida 32806

Telephone: (407) 351-1953

The names and street addresses of the incorporators for these Articles of Incorporation are as follows:

WILLIAM E. JOHNSON, ESQUIRE
1210 Campbell Street
Orlando, Florida 32806

Telephone: (407) 851-1953

LEONID KIMLAT
201 Monroe Avenue
#5-C
Maitland, Florida 32751

Telephone: (407) 644-5733

The undersigned incorporators have executed these Articles of
Incorporation this 10th day of July, 1995.

William E. Johnson
WILLIAM E. JOHNSON, Incorporator

Leonid Kimiat
LEONID KIMIAT, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE

Pursuant to the provisions of Florida Statutes and, in particular, Florida Statute 617.0501, the undersigned corporation organized under the laws of the State of Florida submits the following statement in designating the Registered Office and Registered Agent to be located in the State of Florida.

1. The name of the corporation is:

AMERICAN AND FORMER SOVIET UNION CHAMBER OF COMMERCE, INC.

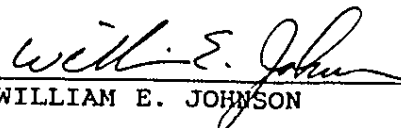
2. The name and address of the Registered Agent and Office is:

William E. Johnson, Esquire
1210 Campbell Street
Orlando, Florida 32806

Telephone: (407) 851-1953

Having been named as Registered Agent I agree to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. 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.

July 10th, 1995


WILLIAM E. JOHNSON