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LAW OFFICES

GILLER & ATTORNEYS, P.A.

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MIAMI BEACH, FLORIDA 33140-3342

TELEPHONE (305) 673-9399 FAX (305) 673-9499

99 DEC 29 PM 1:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

01/01/00

20 December, 1999

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

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-12/29/99--01059-010
*****70.00 *****70.00

RE: Xade Corp. - General
Our File No. 1307-001

Dear Sir/Madam:

Enclosed herewith is Money Order no. 768269967 payable to the Secretary of State in the amount of \$70.00. In addition, we have enclosed the original and one copy of the Articles of Incorporation. Please file the original Articles of Incorporation and return the copy, duly stamped "Filed" and return it in the enclosed SASE.

Thank you for your cooperation in this matter.


BRIAN J. GILLER, ESQ.
For the Firm
/lb

01101010.M

PH 1/5/2000✓

ARTICLES OF INCORPORATION
OF
XADE, CORP.

FILED
99 DEC 29 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate together for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations.

EFFECTIVE DATE
01/01/00

ARTICLE I

The name of the Corporation shall be:

XADE, CORP.

Its business shall be carried out at Miami-Dade County, Florida, or at such other points or places in the State of Florida, the United States or foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows:

The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes Section 607 et seq.

ARTICLE III

The maximum number of shares of stock this Corporation is authorized to have outstanding at any time shall be Five Hundred (500) shares of Common Stock at One (\$1.00) Dollar par value.

Initial Here AE

Initial Here [Signature]

ARTICLES OF INCORPORATION – Xade, Corp.

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, at a just valuation to be fixed by the Incorporators or by the Directors at a meeting called for such purpose.

ARTICLE IV

This Corporation shall begin business with a capital of Five Hundred (\$500.00) Dollars and the undersigned incorporators do hereby state that there has already been paid into the Corporation on behalf of the subscribers set forth herein the sum of Five Hundred (\$500.00) Dollars.

ARTICLE V

This Corporation shall exist perpetually.

ARTICLE VI

The principal place of business of this Corporation shall be located at 4327 Post Avenue, Miami Beach, FL 33140 in Miami-Dade County, Florida, and may have such other places of business, both within and without the State of Florida and in foreign countries, as may be necessary and convenient.

ARTICLE VII

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors to be fixed by the Bylaws of this Corporation. Directors need not be stockholders.

ARTICLE VIII

The names and post office addresses of the first Board of Directors of this Corporation, who

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ARTICLES OF INCORPORATION – Xade, Corp.

shall hold office until the organization meeting of this Corporation, and until their successors are elected and have qualified are:

Amada Egan	4327 Post Avenue, Miami Beach, FL 33140
David Egan	4327 Post Avenue, Miami Beach, FL 33140

ARTICLE IX

The offices to be held by the above named Directors are as follows:

Amada Egan, President
David Egan, Vice President/Secretary/Treasurer

ARTICLE X

The names and post office addresses of each subscriber of these Articles of Incorporation, and a statement of the number of shares of stock which each agrees to take is as follows:

NAME	ADDRESS	SHARES	VALUE
Amada Egan	4327 Post Ave., Miami Beach, FL 33140	250	\$250.00
David Egan	4327 Post Ave., Miami Beach, FL 33140	250	\$250.00

ARTICLE XI

The address of the corporation shall be:

4327 Post Avenue, Miami Beach, FL 33140

ARTICLE XII

The name and address of the initial registered agent and the address of the corporation is:

David Egan, 4327 Post Avenue, Miami Beach, FL 33140

Initial Here  Initial Here 

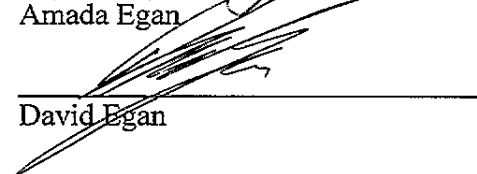
ARTICLE XIII

The provisions of this Charter, and each and every article and section hereof, and the Bylaws of this Corporation shall be considered a part of every contract and the transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

ARTICLE XIV

The commencement of Corporate existence shall be as of January 1, 2000.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this 12/16 day of 1999.

 12/ (SEAL)
Amada Egan
 (SEAL)
David Egan

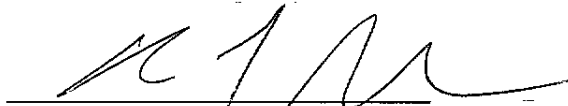
STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared Amada Egan and David Egan to me well known to be the persons described in and who executed and subscribed the foregoing Articles of Incorporation and they acknowledged, before me, that they executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal at Miami Beach, Miami-Dade County, this 16th day of Dec, 1999.

My Commission Expires:

Article1 01101010.M


Notary Public



Brian J. Giller
Commission # CC 765789
Expires 07/10/2002
BRIAN J. GILLER
ATLANTA, GEORGIA, INC.

XADE, CORP.

FILED

CERTIFICATE DESIGNATING REGISTERED AGENT UPON 99 DEC 29 PM 1:50

WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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

First, that Xade, Corp., a Florida corporation qualified to do business under the laws of this State, with its principal office at Miami-Dade County, Florida, has appointed David Egan, 4327 Post Avenue, Miami Beach, Florida 33140, as its agent to accept service of process within this State.

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 provision of said Act relative to keeping open said office.

BY: _____

David Egan
Resident Agent

ArticleI 01101010.M