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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

ATES AMERICA, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 17, 2000

FAS-T

SUBJECT: ATEs AMERICA, INC.
REF: W00000007245

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

DOCUMENT IS TOO DARK. NEED INCORPORATORS ADDRESS IN ARTICLE X.

If you have any further questions concerning your document, please call (850) 487-6925.

Angela Revell
Document Specialist

FAX Aud. #: H00000011964
Letter Number: 200A00014932

**ARTICLES OF INCORPORATION
OF
Ates America, Inc.**

ARTICLE I-NAME

The name of this Corporation is Ates America, Inc.

ARTICLE II-DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III-PURPOSE

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

ARTICLE IV-CAPITAL STOCK

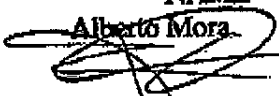
This Corporation is authorized to issue and have outstanding at any one time an aggregate number of shares of 500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is Alberto Mora, 7319 NW 56 Ave, Miami, FL 33166. The principal place of business of the corporation shall be 7319 NW 56 Ave, Miami, FL 33166.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

This Corporation shall have 2 Director(s) initially. The number of Directors may be increased or decreased from time to time by the Bylaws, but shall never be less than One. The names and address of the initial Director are:

NAME	ADDRESS
 Alberto Mora	7319 NW 56 Ave Miami, FL 33166
Rosario Mora	7319 NW 56 Ave Miami, FL 33166

Prepared by: Herminia Rosario
Rosario & Associates,
4410 W 16th Ave. #2
Hialeah, Florida 33012
Phone (305) 828-8622
Fax (305) 828-4657

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ARTICLE VII-LAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII-INDEMNIFICATION

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

ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X-INCORPORATOR

The person signing these articles is Alberto Mora

7319 NW 56 Ave. Miami, FL 33166

ARTICLE XI-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 11, 2000.


Alberto Mora

ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

Ates America, Inc., a Corporation organized under the laws of the State of Florida has named Alberto Mora of 7319 NW 56 Ave, Miami-Dade County, State of Florida, as its agent to accept service of process within this state.


Alberto Mora

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR Ates America, Inc., A FLORIDA CORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this 11, 2000.


Alberto Mora

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**