

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. NETZACH, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



Walk in



Pick up time

2.00



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

400003326354--8

-07/18/00--01043--019

*****78.75 *****78.75

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input checked="" type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION OF
NETZACH, INC.

FILED
00 JUL 18 PM 12:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

A Florida Profit Organization

The undersigned incorporator hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be:

NETZACH, INC.

ARTICLE II

The specific and primary purpose for which this corporation is formed is to engage in the Construction activity (PLASTER & LATH); and any other activity or business lawfully permitted under the law of the United States, the State of Florida or any other state, country, territory or nation..

ARTICLE III

The address of the principal office of this corporation shall be 3571 SW 117 AVE. STE. # 108, MIAMI FLORIDA, 33175, and the mailing address shall be the same.

ARTICLE IV

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 65 shares of common stock.

ARTICLE V

In case of dissolution, none stockholder private assets or property will be subject to cover any debts or sue, as consequence of the business activity.

ARTICLE VI

This corporation is to exist perpetually.

ARTICLE VII

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until theirs successors are elected or appointed are:

LUIS E. SANCHEZ/ President.
3571 SW 117 AVE. #108
MIAMI FL. 33175.

ELIZABETH MELENDEZ
Vice -President-Secretary.
3571 SW 117 AVE. #108
MIAMI FL. 33175.

ARTICLE VIII

The name and street address of the incorporator to theses Articles of Incorporation is:

LUIS E. SANCHEZ
3571 SW 117 AVE. #108
MIAMI FL. 33175.

ARTICLE IX

(a) BOARD OF DIRECTORS: The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a board of directors. The initial number of directors of the corporation shall be two, provided, however, that such number may be changed by a bylaw duly adopted by the corporation.

The directors named in Article VII shall hold office until such time as an election of directors shall be held.

Directors elected at the first annual meeting, shall serve for the term of one year until the annual meeting of members following the election of directors and until the qualification of the successors in office.

(b) Corporate Officers: The board of directors shall elect the following officers: President, Vice-President, Treasurer and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Such officers shall be initially elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

President-LUIS E. SANCHEZ.

Vice-President/Secretary: ELIZABETH MELENDEZ

ARTICLE X

Upon the dissolution or liquidation of this corporation, its assets remaining after payment of or providing for all liabilities, contingent or otherwise, will be disposed or distributed in accordance with the decision of the board of directors of this corporation.

ARTICLE XI

In order to induce officers or directors of the corporation to serve or continue to serve as such, the corporation shall indemnify and hold harmless each person who heretofore has served or shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of this having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each

such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability; provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for willful misconduct in the performance of his duties.

The board of directors is hereby authorized to obtain directors and officers liability insurance covering acts heretofore and hereafter occurring and to pay for same from funds of the corporation.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

IN WITNESS WHEREOF, the undersigned agent of NETZACH, INC., being the incorporator of this corporation, for the purpose of forming this organization under the laws of the State of Florida, has executed these articles of incorporation on this 30th days of JUNE of 2000, at Miami Dade, Florida.

By: 
Incorporator/Agent.

CERTIFICATE

DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF
PROCESS WITHIN THIS STATE, REGISTERED OFFICE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Florida Statutes, the following is submitted, in compliance with said act:

That NETZACH, INC. desiring to organize under the laws of the State of Florida with it's principal office, as indicated in the Articles of Incorporation at the City of Miami, Miami Dade, State of Florida, has named LUIS E. SANCHEZ, located at 3571 SW 117 AVE. #108, MIAMI FL.. 33175, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the appointment, agree to act in this capacity, and familiar with and hereby accept the duties and responsibilities or registered agent for said corporation.

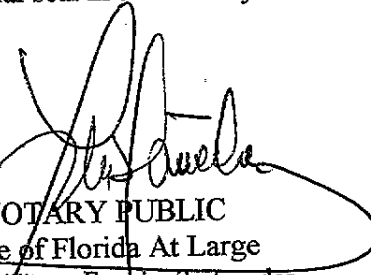

SIGNED BY: 
AGENT.

STATE OF FLORIDA

MIAMI DADE COUNTY

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared LUIS E. SANCHEZ, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and have acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 30th day of June of 2000.


NOTARY PUBLIC
State of Florida At Large
 Fernin Castaneda
Commission # CG 868440
Expires Sep. 1, 2003
Bonded Thru
Atlantic Bonding Co., Inc.
My Commission expires:

FILED
00 JUL 18 PM 12:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA