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LAW OFFICES

*Stephen N. Rosenthal*

12000 BISCAYNE BOULEVARD

SUITE 505

*North Miami, Florida 33181*

SATELITE OFFICE

25 WEST FLAGLER STREET  
SUITE 1040  
MIAMI, FLORIDA 33130

TELEPHONE (305) 899-9520  
"FAX" (305) 899-9213

November 1, 2000

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-11/08/00--01070--013  
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Corporate Records Bureau  
Division of Corporations  
Dept. of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Incorporation of:  
Advanced Global Products, Inc.

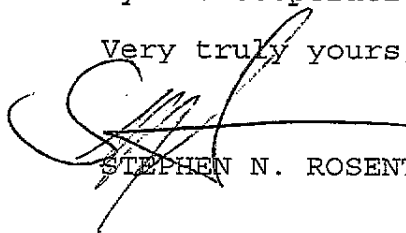
To Whom It May Concern:

In connection with the above-captioned matter, enclosed please find fully executed original and copy of Articles of Incorporation, together with my check made payable to your order in the sum of \$122.50 representing the cost of filing these Articles.

After the Articles have been filed, please forward certified copy of same directly to the undersigned, together with your Certificate acknowledging the filing of this document.

Thank you for your courtesy and cooperation.

Very truly yours,

  
STEPHEN N. ROSENTHAL

SNR:laa  
Encl.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 NOV -8 PM 1:00

*11/9/00*

ARTICLES OF INCORPORATION

OF

ADVANCED GLOBAL PRODUCTS, INC.

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 NOV -8 PM 1:00

THE UNDERSIGNED do hereby associate ourselves for the purpose of forming a corporation under the laws of the State of Florida, and do hereby certify as follows:

ARTICLE I - NAME

The name of the Corporation shall be:

ADVANCED GLOBAL PRODUCTS, INC.

ARTICLE II - PURPOSE

A. To carry on and engage in the business of developing, manufacturing, distributing, exporting, marketing and selling of chemicals and chemical products, domestically and abroad.

B. To carry on and engage in any business or activity which may be authorized and permitted under and by virtue of the laws of the United States of America or the State of Florida.

ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the following manner, to wit:

Ten Thousand (10,000.00) Shares of Common Stock having no par value.

ARTICLE IV - POWERS

The powers of the Corporation shall include all those conferred by the by-laws of the Corporation and the laws of the State of Florida.

**ARTICLE V - TERM OF EXISTENCE**

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.

**ARTICLE VI - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Corporation shall be:

1020 Southwest 10th Avenue  
Miami, Florida

**ARTICLE VII - REGISTERED AGENT AND OFFICE**

The Registered Agent for the Corporation shall be R. ALFONSO CHEHADE, and the Registered Office shall be located at: 1020 Southwest 10th Avenue, Miami, Florida, or such other person or such other place as the Director or Board of Directors may, from time to time, direct with appropriate notice being given to the Secretary of State, in accordance with applicable Florida Statutes.

**ARTICLE VIII - OFFICERS AND MANAGEMENT**

The affairs of the Corporation shall be managed by its officer and/or officers, subject, however, to the Board of Directors and subject to the provisions of these Articles of Incorporation and in accordance with the by-laws of the Corporation. The Officers of the Corporation may consist of a President, Vice President, Secretary and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire, choose to elect. The name and address of the officer or officers who shall serve until the first election or at its organizational meeting, shall be as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
R. Alfonso Chehade	President	1020 S.W. 10th Ave.
	Vice President	Miami, Fl. 33130
	Secretary	
	Treasurer	

#### ARTICLE IX - BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors which shall consist of One (1), but not more than seven (7) persons.

#### ARTICLE X - INITIAL DIRECTOR OR DIRECTORS

The name and address of the person or persons who shall serve as the initial director or Board of Directors until the first annual meeting or organizational meeting of the Corporation, or until his or their successor or successors are elected and are qualified, shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
R. Alfonso Chehade	1020 Southwest 10th Avenue Miami, Florida 33130

#### ARTICLE XI - INCORPORATOR OR INCORPORATORS

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation are as follows:

R. ALFONSO CHEHADE, 1020 Southwest 10th Avenue, Miami, Florida 33130.

#### ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in connection with any proceedings to which he may be

a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such Director or Officer may be entitled.

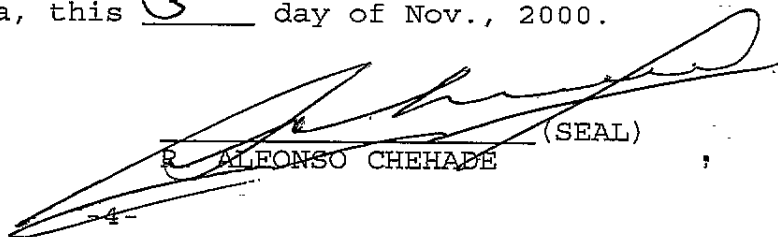
**ARTICLE XIII - VOTING RIGHTS**

That except as may otherwise be provided by law, the total voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

**ARTICLE XIV - BY-LAWS**

The original By-Laws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose; at which a majority of the Shareholders are present, and thereafter the by-laws of the Corporation may be amended; altered or rescinded by the vote of the Shareholders of the Corporation. Amendments to the by-laws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the by-laws and as may be provided under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida, this 3 day of Nov., 2000.


  
R. ALFONSO CHEHADE (SEAL)  
-4-

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 NOV -8 PM 1:00

STATE OF FLORIDA )  
COUNTY OF DADE ) .SS

The foregoing instrument was acknowledged before me this  
3 day of Nov., 2000, by R. ALFONSO CHEHADE, who is  
personally known to me and has produced his driver's license as  
identification and who did (did not) take an oath.

 Stephen N Rosenthal  
My Commission CC728649  
Expires March 29, 2002

  
NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:

**CERTIFICATE ACCEPTING DESIGNATION  
AS REGISTERED AGENT**

I HEREBY CERTIFY that I have accepted the designation as  
Registered Agent of ADVANCED GLOBAL PRODUCTS, INC., and agree to  
serve as its Registered Agent, to accept service of process  
within the State as its Registered Office located at: 1020  
Southwest 10th Avenue, Miami, Florida.

  
R. ALFONSO CHEHADE, Registered  
Agent