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TRANSMITTAL LETTER

**DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314**

FILED
01 JAN 29 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****87.50 *****87.50

**SUBJECT: EML-USA, Inc.
 (PROPOSED CORPORATE NAME)**

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$87.50. Please send a Certified Copy of Articles .

**From: Marietta Alvarez
 16735 123rd Terrace N.
 Jupiter, FL 33478-6007
 (561) 743-4330**

ARTICLES OF INCORPORATION
OF
EML-USA, Inc.

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ARTICLE I. NAME

The name of the corporation shall be **EML-USA, Inc.**

ARTICLE II. PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation shall be 16735 123rd Terrace N., Jupiter, FL 33478-6007

ARTICLE III. DURATION

This corporation shall have perpetual existence.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of sales, importation, exportation, of finished products, service, owning and operating computers, electronics, video equipment, graphics, demonstrations, and to transact any or all lawful business.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue Two Thousand (2,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 16735 123rd Terrace N., Jupiter, FL 33478, and the name of the initial registered agent at that address is **Marietta Alvarez**. The principal office shall be the same.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) Directors initially. The number of directors may either be increased or decreased from time to time by the shareholders but shall never be less than one (1).

The name and address of the initial Directors of this corporation are:

MARIETTA ALVAREZ
16735 123rd Terrace N.
Jupiter, FL 33478-6007

CARLOS A. ALVAREZ
16735 123rd Terrace N.
Jupiter, FL 33478-6007

ARTICLE IX. INCORPORATOR

The name and address of the person signing these Articles is **Marietta Alvarez**, 16735 123rd Terrace N., Jupiter, FL 33478

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Incorporation this 26th day of January, 2001.



Marietta Alvarez, Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, a notary public authorized to take acknowledgments in the State and Country set forth above, personally appeared **Marietta Alvarez**, known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHERE OF, I have hereunto set my hand and official seal this 26 day of January 2001.

Tracy Felmet
Notary Public

My Commission expires: 5-18-04



Tracy Felmet
Commission # CC 938190
Expires May 18, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED/RESIDENT AGENT

MARIETTA ALVAREZ

16735 123rd Terrace N.
Jupiter, FL 33478-6007

Having been designated to accept service of process for the above-stated corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 48.091, Florida Statutes.

Marietta Alvarez

Dated: 26th day of January, 2001

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TALLAHASSEE, FLORIDA