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ACCOUNT NO. : 072100000032

REFERENCE : 063905 124904A

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
2001 MAR -2 PM 2:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Patricia T. [Signature]

ORDER DATE : March 2, 2001

ORDER TIME : 10:27 AM

ORDER NO. : 063905-005

CUSTOMER NO: 124904A

8000003795858--6

CUSTOMER: John P. Miller, Cpa
John P. Miller, C.p.a., P.a.

2499 Glades Road, Suite 305a

Boca Raton, FL 33431

DOMESTIC FILING

NAME: NORTHEAST COMMODITIES CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

RECEIVED
01 MAR -2 AM 11:24
DIVISION OF CORPORATION

[Signature]

FILED

ARTICLES OF INCORPORATION

2001 MAR -2 PM 2:21

of

SECRETARY OF STATE
TALLAHASSEE FLORIDA

NORTHEAST COMMODITIES CORP.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be:

NORTHEAST COMMODITIES CORP.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Northeast Commodities Corp.
2499 Glades Rd. Ste. 305A
Boca Raton, FL 33431

ARTICLE III - DURATION

This corporation shall exist perpetually unless dissolved by Florida Law.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100) Shares of One Dollar (\$1.00)
Par Value Common Stock.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent of this Corporation is:

John P. Miller
2499 Glades Rd. Ste. 305A
Boca Raton, FL 33431

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is as follows:

John P. Miller
2499 Glades Rd. Ste. 305A
Boca Raton, FL 33431

ARTICLE IX -- OFFICERS AND DIRECTORS

The names, addresses, and titles of the corporate officers are as follows:

Joseph D. Valko, President and Secretary
2499 Glades Rd. Ste. 305A
Boca Raton, FL 33431

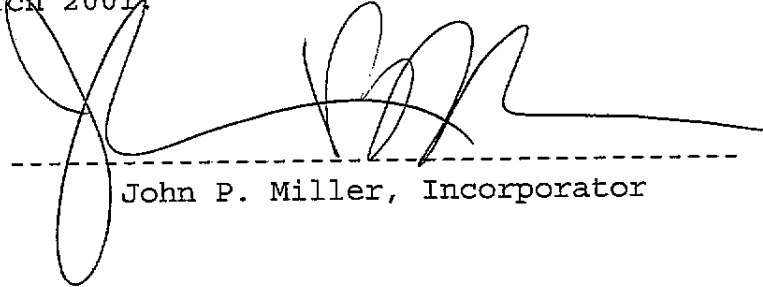
Erin Valko, Treasurer
2499 Glades Rd. Ste. 305A
Boca Raton, FL 33431

The names, addresses, and titles of the corporate directors are as follows:

Joseph D. Valko, Director
2499 Glades Rd. Ste. 305A
Boca Raton, FL 33431

Erin Valko, Director
2499 Glades Rd. Ste. 305A
Boca Raton, FL 33431

The undersigned has executed these Articles of Incorporation
this first day of March 2001.



John P. Miller, Incorporator

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CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

2001 MAR -2 PM 2:21

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 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.

1. The name of the corporation is Northeast Commodities Corp.
2. The name and address of the registered agent and office is:

John P. Miller
2499 Glades Rd. Ste. 305A
Boca Raton, FL 33431

SIGNATURE

TITLE:

DATE: March 1st, 2001

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE: March 1st, 2001