

P01000026295

KEOPS'S INTERNATIONAL, INC.
2903 N.E. 4163rd Street
Unit 307
North Miami Beach, Florida 33160

FILED
01 MAR -9 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 6, 2001

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

700003828917--2
-03/09/01--01114--018
****122.50 *****78.75

Re: KEOPS'S International, Inc.

Gentlemen:

Please find original and one copy of the Articles of Incorporation and Consent of Resident Agent for filing with your office, reference above, along with check number 3018123 in the amount of \$122.50 representing filing fee.

Please endorse your approval of the Articles of Incorporation on the enclosed copy, certify and return same to the undersigned.

Very truly yours,


Manuel A. Gomez

DF/jww

enc.

14-01

ARTICLES OF INCORPORATION
OF
KEOPS'S INTERNATIONAL, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the corporation is KEOPS'S INTERNATIONAL, INC.

ARTICLE II

DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date of filing with the Secretary of State. This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V

CORPORATE OFFICE

The address of the corporate office is 2903 N.E. 163rd Street, Unit 307, North Miami Beach, FL 33160 or as otherwise reflected in the annual report.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2903 N.E. 163rd Street, Unit 307, North Miami Beach, Florida 33160 and name of the initial Registered Agent for this corporation at that address is Manuel A. Gomez.

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND INCORPORATOR

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one nor more than five. The name and address of the initial director(s) and incorporator is:

<u>NAME/TITLE</u>	<u>ADDRESS</u>
Manuel A. Gomez President/Secretary	2903 NE 163rd Street Unit 307 North Miami Beach, FL 33160

ARTICLE VIII

INDEMNIFICATION

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

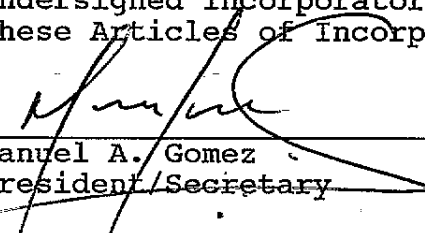
ARTICLE IX

INCORPORATOR

The Incorporator's name and street address of the corporation is as follows:

MANUEL A. GOMEZ
2903 NE 163rd Street
Unit 307
North Miami Beach, Florida 33160

IN WITNESS WHEREOF, the undersigned Incorporator,
President, Secretary has executed these Articles of Incorporation this
_____ day of March, 2001.



Manuel A. Gomez
President/Secretary

STATE OF FLORIDA)

) ss:

COUNTY OF BROWARD)

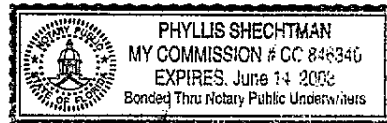
THE FOREGOING instrument was acknowledged before me this 6
day of March, 2001 by MANUEL A. GOMEZ, who is not personally known to
me and who produced Florida Drivers License as identification and
who did take an oath, and he acknowledged before me that he executed
the foregoing for the purposes intended therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my seal in the State and County above mentioned, this 6 day of
March, 2001.

By: 

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



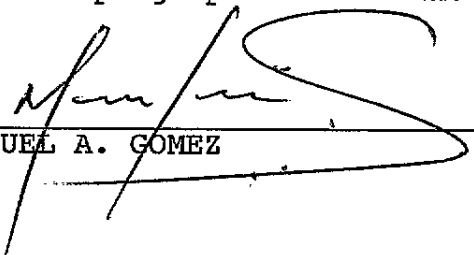
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Section 48.091 and Section 607.034(3), Florida
Statutes, the following is submitter in compliance with said Sections:

KEOPS'S INTERNATIONAL, INC., desires to organize under the
Laws of the State of Florida with its registered office as indicated
in the Articles of Incorporation, at 2903 NE 163rd Street, Unit 307,
North Miami Beach, Florida 33160 and has named Manuel A. Gomez located
at 2903 NE 163rd Street, Unit 307, North Miami Beach, Florida 33160 as
its Agent to accept service of process within this State.

CONSENT OF REGISTERED AGENT

Having been named to accept service of process for the above
named corporation, at the place designated in this Certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said Sections relative to keeping open said office.



MANUEL A. GOMEZ

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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