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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

REGIONAL ELECTRONICS AND POWER INC.

Certificate of Status	0
Certified Copy	1
Page Count	04 (5)
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUN 19 AM 9:14

FILED

B. McKnight JUN 19 2001

H 01000074628**ARTICLES OF INCORPORATION****OF****REGIONAL ELECTRONICS AND POWER INC.**

FILED
JUN 19 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: REGIONAL ELECTRONICS AND POWER INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 8300 N.W. 14st. MIAMI, FL 33126

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 1,000 shares having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: A. KOSS, ATTY 782 N.W. 42 AVE. #448, MIAMI, FL 33126

ARTICLE VII

The name and address of the officers and initial board of director(s) shall be:

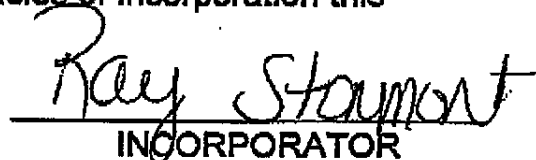
FERNANDO HANGEN	APDO. POSTAL 1404 -1002 PASCO
PRES./TREAS./SEC.	ESTUDIANTILES SAN JOSE, COSTA RICA

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

Empire Corporate Kit of America, Inc.
2444 N.W. 7TH PLACE
MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this 18th day of JUNE, 2001.


INCORPORATOR

Ray Stormont Signing for
Empire Corporate Kit of America, Inc.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

REGIONAL ELECTRONICS AND POWER INC.
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



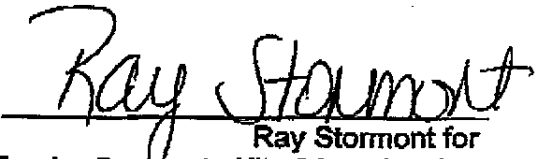
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 01000074628**ASSIGNMENT BY SOLE INCORPORATOR AND SOLE SUBSCRIBER****TO****THE ARTICLES****REGIONAL ELECTRONICS AND POWER INC.**

Empire Corporate Kit of America, Inc., Sole incorporator and sole subscriber, for value received, hereby assigns any and all rights it may have as such incorporator and subscriber to the following:

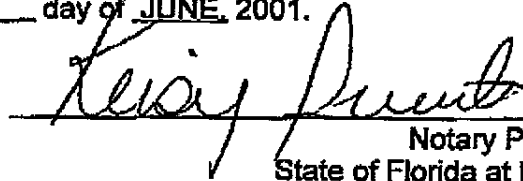
FERNANDO HANGEN


Ray Stormont for
Empire Corporate Kit of America, Inc.

AFFIDAVIT**STATE OF FLORIDA:****COUNTY OF MIAMI-DADE:**

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set fourth above, personally appeared Ray Stormont known to me and known by me to be the person who executed the foregoing assignment, and he acknowledged before me that he executed this assignment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 20TH day of JUNE, 2001.


Notary Public
State of Florida at large

My Commission expires:

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