

PO1000078569

Requester's Name

Address

Carmen Accordino, Esq.
2103 Coral Way, Suite 201
Miami, FL 33145

Office Use Only

2001 AUG -6 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #) 700004519667--5
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2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ALPHA ENERGY GROUP, INC.

The undersigned subscriber to these Articles of Incorporation, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is Alpha Energy Group, Inc.

ARTICLE II

DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist in perpetuity.

ARTICLE III
NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock to be designated as Common Stock. The maximum number of shares of Common Stock which the Corporation is authorized to have outstanding is 5,000,000 shares of Common Stock of a par value of \$.01 per share. Holders of Common Stock are entitled

to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting.

ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is Carmen A. Accordino. The street address of the registered agent and the initial registered office of the corporation in the State of Florida is 2103 Coral Way, Suite 201, Miami, Florida 33145. The principal office of the Corporation and its mailing address is 18060 West Dixie Highway, Suite 202, North Miami Beach, FL 33160

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The business of the corporation shall be managed by a board of directors, the number of which shall be set by the corporation's by laws, but shall never be less than one (1). The number of directors may be increased or decreased form time to time in the manner provided in the bylaws of the corporation.

ARTICLE VII
INCORPORATOR

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

Carmen A. Accordino

2103 Coral Way, Suite 201
Miami, Florida 33145

ARTICLE VIII
BYLAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX
INDEMNIFICATION

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

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Organization this 1st day of August, 2001.

Incorporator:



Carmen A. Accordino

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT
OF
ALPHA ENERGY GROUP, INC.

Pursuant to Chapter 607.034 of the Florida Statutes, the following is submitted in compliance with said Act:

That Veneza Investments, Inc. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, has named Carmen A. Accordino, located at 2103 Coral Way, Suite 201, County of Miami, State of Florida, 33145, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 1ST day of August, 2001

Carmen A. Accordino

Carmen A. Accordino