

Division of Corporations

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**Florida Department of State  
Division of Corporations  
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FLORIDA STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS

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

From:  
Account Name : HUBCO  
Account Number : 104662003400  
Phone : (516) 935-3940  
Fax Number : (516) 935-3088

**FLORIDA PROFIT CORPORATION OR P.A.**

**AMC Electronics & Watches Inc.**

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

**ARTICLES OF INCORPORATION**

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

**ARTICLE I NAME**

The name of the corporation shall be:

**AMC ELECTRONICS & WATCHES INC.**

**ARTICLE II PRINCIPAL OFFICE**

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

**AMC ELECTRONICS & WATCHES INC.**

**12705 NW 42nd Avenue - #Q41 (Principal Office)  
Miami, FL 33054**

**830 NW 87th Avenue - #202 (Mailing Address)  
Miami, FL 33172**

**ARTICLE III SHARES**

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

**1000 Shares at \$1.00 Par Value**

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

**Alvaro Mantilla Calderon  
830 NW 87th Avenue - #202  
Miami, FL 33172**

**Prepared By:**

**Bruce B. Hubbard  
77 East John St.  
Hicksville, New York 11801  
1-516-935-3940**

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STATE OF FLORIDA  
DIVISION OF CORPORATIONS

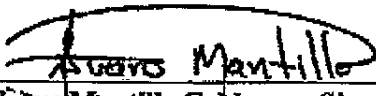
**ARTICLES V INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**Alvaro Mantilla Calderon  
830 NW 87th Avenue - #202  
Miami, FL 33172**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

6th day of Sept. 2001.

  
Alvaro Mantilla Calderon - Signature

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

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 THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **AMC ELECTRONICS & WATCHES INC.**

2. The name and address of the registered agent and office is:

**Alvaro Mantilla Calderon**

Name

**830 NW 87th Avenue - #202**

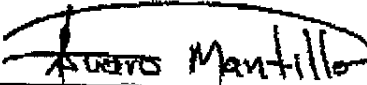
(P.O. Box or Mail Drop Box NOT Acceptable)

**Miami, FL 33172**

(City / State / Zip)

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STATE DEPT OF STATE  
DIVISION OF CORPORATIONS

*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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.*

  
**Alvaro Mantilla Calderon**  
SIGNATURE

**9-6-01**  
(Date)