Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:

MANNELECTRONICS INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check fo

□ \$70.00

□ \$78.75

□ \$87.50

Filing Fee

Filing Fee

Filina Fee

Filing Fee,

& Certificate of Status & Certified Copy Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

FROM:

A1A Florida Corporate Services 218 Southern Country Lane **Quincy, FL 32351** 1-850-921-4840

000004636940--1 -10/15/01--01066--004 ****953.75 *****78.75

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

MANNELECTRONICS INC.

ARTICLE II PRINCIPAL OFFICE

1700 BROADWAY, SUITE 1510

DENVER, CO 80290

ARTICLE III PURPOSE

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV SHARES

1500 COMMON SHARES

\$.10 PAR VALUE

ARTICLE V INITIAL OFFICERS / DIRECTORS (optional

Director #1 & President

STEVEN A. MANN

98 S. MILITARY TRAIL WEST PALM BEACH, FL 33415

Secretary

GREGORY GRUENLOH

5987 W. IDA DR. LITTLETON, CO 80123



ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

LARRY SISSON 218 SOUTHERN COUNTRY LANE QUINCY, FL 32351

ARTICLE VII INCORPORATOR

A1A FLORIDA CORPORATE SERVICES LARRY SISSON 218 SOUTHERN COUNTRY LANE QUINCY, FL 32351

ARTICLE VIII

No director or officer of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, provided, however, that the foregoing clause shall not apply to any liability of a director or officer(i) for any breach of the director's or officer's duty of loyalty to the corporation or its shareholders, (II) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (III) for any transaction from which the director or officer derived an improper personal benefit. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advancement of attorney's fees and expenses to any person who is or was an officer or director of the Corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature / Registered Agent

Signature/Incorporator

Date

Date