

TRANSMITTAL LETTER

PO20000030785

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

SUBJECT: American Merchant Holdings, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

900005107529--0
-03/14/02--01037--025
*****87.50 *****87.50

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Diane J. Taylor
Name (Printed or typed)

8795 W. McNab Rd. Ste 100
Address

Tamarac FL 33321
City, State & Zip

954-731-8189
Daytime Telephone number

FILED
02 MAR 14 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

BM 3/21

ARTICLES OF INCORPORATION
OF
AMERICAN MERCHANT HOLDINGS, INC.

FILED
02 MAR 14 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I – NAME

The name of the corporation is American Merchant Holdings, Inc. (the "Corporation").

ARTICLE II – DURATION

This corporation shall exist perpetually.

ARTICLE III – PURPOSE

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States of America, the State of Florida or any other state, country territory or nation.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue ten million (10,000,000) shares of common stock (\$.0001) par value, which shall be designated as "Common Shares", and five million (5,000,000) shares of preferred stock at no par value.

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8795 West McNab Road, Suite 100, Tamarac, FL 33321, and the name of the initial registered agent of this corporation is Joseph Santiago.

ARTICLE VI – MANNER OF ELECTION

The manner in which the directors are elected or appointed will be stated in the By-laws of the corporation.

ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time in accordance with the bylaws, but shall never be less than one. The name and address of the initial directors for this corporation are:

Joseph Santiago
8795 West McNab Road, Suite 100
Tamarac, FL 33321

Diane J. Taylor
8795 West McNab Road, Suite 100
Tamarac, FL 33321

Benjamin T. Maltby
8795 West McNab Road, Suite 100
Tamarac, FL 33321

ARTICLE VIII – INCORPORATORS

The name and address of the person signing these Articles is:

Joseph Santiago
8795 West McNab Road, Suite 100
Tamarac, FL 33321

ARTICLE IX– MAILING ADDRESS OF CORPORATION

The initial mailing address for this corporation is:

8795 West McNab Road, Suite 100, Tamarac, FL 33321

ARTICLE X – AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of incorporation, or in any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13th day of March 2002.



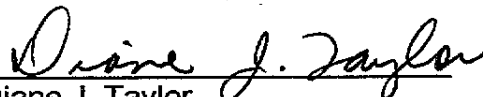
Joseph Santiago

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JOSEPH SANTIAGO, known to me and known to be the person who executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State of Florida, County of Broward, this 13th day of March 2002.



Diane J. Taylor
Notary Public, State of Florida
My commission expires:



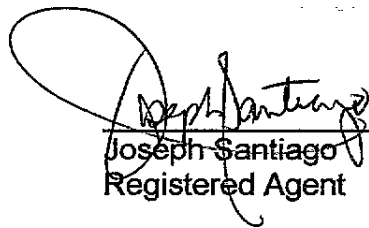
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with the said Acts:

First: That American Merchant Holdings, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of incorporation in the City of Tamarac, has named Joseph Santiago, located at 8795 West McNab Road, Suite 100, Tamarac, FL 33321, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated 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 Act relative to keeping open said office.



Joseph Santiago
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA