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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
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FLORIDA PROFIT CORPORATION OR P.A.

s.e. technologies & prototype(usa), inc

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(5)

ARTICLES OF INCORPORATION

OF

S.E. TECHNOLOGIES & PROTOTYPE(USA), INC

ARTICLE I

Corporation Name

The name of the Corporation is: **S.E. TECHNOLOGIES & PROTOTYPE(USA), INC**

ARTICLE II

CORPORATE PURPOSE

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida. The Corporation shall exist perpetually, for the purpose of developing, manufacturing, marketing and selling of mechanical products for industrial purposes..

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One-Hundred (100) shares of one class of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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ARTICLE IV

PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V

INDEMNIFICATION

The Corporation shall indemnify any officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the Corporation.

ARTICLE VI

INITIAL REGISTERED AGENT AND

INITIAL REGISTERED AND PRINCIPAL OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida is:

INITIAL REGISTERED AGENT: YAFFA TENAMI

INITIAL REGISTERED OFFICE: 1160 Kane Concourse(96th Street), Bay Harbor, FL 33154

INITIAL PRINCIPAL OFFICE OF
CORPORATION: 1160 Kane Concourse(96th Street), Bay Harbor, FL 33154

ACKNOWLEDGEMENT AND CONSENT

OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is: 2

ARTICLE VIII

INITIAL DIRECTORS

The name and addressee of the initial member of the Board of Directors is:

EZRA SASSON—205 Bal Cross Drive, Bal Harbour, FL 33154

YAFFA TENAMI—1160 Kane Concourse(96th Street), Bay Harbour, FL 33154

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ARTICLE IX

INCORPORATOR

The names and addresses of the incorporator executing these Articles of Incorporation is:

INCORPORATOR: YAFFA TENAMI

ADDRESSES: 1160 Kane Concourse(96th Street), Bay Harbour, FL 33154



INCORPORATOR

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

) ;SS)

I HEREBY CERTIFY that on this day before me, a notary public, duly-authorized in the State and County above-named to take acknowledgements, YAFFA TENAMI personally appeared, to be known to be the person described as the incorporator, and who executed the foregoing Articles of Incorporation.

The foregoing instrument was acknowledged before me this 19th day of August, 2002, by , who is personally known to me and who did take an oath.

Diana Boruchin

NAME OF ACKNOWLEDGER

Diana Boruchin
NOTARY PUBLIC, STATE OF FLORIDA

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My Commission Expires:

305 541 3770 P.05/05

OFFICIAL NOTARY SEAL
DIANA BORUCHIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 0777012

EMPIRE CORP

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