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TRANSMITTAL LETTER

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

SUBJECT: A E M GLOBAL ELECTRONIC, INC  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: Aland Pierre-Canel, CPA  
Name (Printed or typed)

P.O. Box 370305  
Address

Miami FL 33137  
City, State & Zip

(305) 892-8565  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION  
OF  
A & M GLOBAL ELECTRONIC, INC.**

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation is **A & M GLOBAL ELECTRONIC, INC.**

**ARTICLE II. NATURE OF BUSINESS**

This corporation shall engage mainly in buying and selling electronic equipment. It shall also engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III. PRINCIPAL OFFICE**

The address of the principal office of this corporation is 312 NE 143 St, N. Miami, FL 33161. However, the mailing address is P.O. Box 600119, N. Miami, FL 33160.

**ARTICLE IV INCORPORATOR**

The name and mailing address of the incorporator of this corporation are:

*Aland Pierre-Canel, CPA  
P.O Box 370305  
Miami, FL 33137*

**ARTICLE V OFFICERS & ORIGINAL SHAREHOLDERS**

The officers and original shareholders of the Corporation shall be:

President: Biquet Adrien  
Vice-President: Michelet Paul  
Secretary: Michelet Paul  
Treasury: Biquet Adrien

whose respective addresses shall be as follows:

*Michelet Paul  
P.O. Box 600119  
N. Miami Beach, FL 33160*

*Biquet Adrien  
5784 Kingsgate Dr  
Orlando, FL 32839*

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#### **ARTICLE VI CORPORATE CAPITALIZATION**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

#### **ARTICLE VII POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable laws or these Articles of Incorporation.

#### **ARTICLE VIII TERMS OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE IX TITLE**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### **ARTICLE X REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation shall be 312 NE 143 St, N. Miami, FL 33161. The name of the initial registered agent of the Corporation is Michelet Paul.

#### **ARTICLE XI. BY LAWS**

The Board of Directors (s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

#### **ARTICLE XII. BOARD OF DIRECTORS**

The initial Board of Directors is composed as follows:

Biquet Adrien  
Michelet Paul

#### **ARTICLE XIII EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE XIV. AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment thereto, or to add any

provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all the rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**ARTICLE XV. SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the right of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of Shareholders Restrictive Agreement, if any, is on file at the principal office of Corporation.

**ARTICLE XVI. PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledge and file the foregoing Articles of Incorporation under the laws of the State of Florida this day of July 1st, 2003.

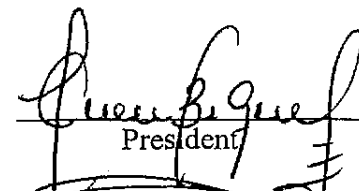

Biquet Adrien

Michelet Paul

□


STATE OF FLORIDA            )

COUNTY OF                    )

  
President  
  
Vice-President

The foregoing Articles of Incorporation of **A & M GLOBAL ELECTRONIC, INC.** were acknowledged before me this 7 day of July 2003 by the above-mentioned individuals who are personally known to me or have produced identification and upon oath have acknowledged being such.

  
NOTARY PUBLIC

My commission expires:  
 Tanya Gonzalez  
Commission # CC 997221  
Expires Jan. 28, 2005  
Bonded thru  
Atlantic Bonding Co., Inc.

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Michelet Paul having a business office located at 312 NE 143 St, N. Miami, FL 33161, which is the address of the registered office, and having been designated the Registered Agent in the above and foregoing Articles of Incorporation is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

BY:



Michelet Paul

Date: 7/7/03

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