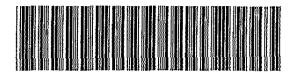
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**js** , , , , , ,

### Dale's Computerized Business Services, Inc.

2221 NE 164th Street • North Miami Beach, FL 33160 Phone: 305-944-8973 • Fax: 305-948-6268

e-mail: dalescbs@earthlink.net

January 20, 2005

Secretary of State Corporations Division State of Florida 409 East Gaines Street Tallahassee, Florida 32399

Re: A.C.B.A. TRADING, INC.

Enclosed herewith are Articles of Incorporation together with a copy of said Articles for A.C.B.A. TRADING, INC. and a check in the amount of \$70.00 to cover the following:

> Filing Fee \$35.00 Registered Agent

35.00 \$70.00

Yours Very Truly, Date Midelson

Dale Michelson

encl. ck

### 1111

#### ARTICLES OF INCORPORATION OF A.C.B.A. TRADING, INC.

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I

The name of the corporation shall be: A.C.B.A. TRADING, INC.

#### ARTICLE II

The corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation by and with the Department of State.

#### ARTICLE III

The corporation shall engage in any business or purpose lawful under the laws.

#### ARTICLE IV

The corporation is authorized to issue one hundred (100) shares of stock at \$3.00 par value which shall be designated as common stock.

#### ARTICLE V

The street address of the initial principal office of the corporation is 128 NE 1st Avenue, Hallandale Beach, FL 33009.

#### **ARTICLE VI**

The name and address of the corporation's Registered Agent is Arye Charal, 128 NE 1st Avenue, Hallandale Beach, FL 33009.

#### ARTICLE VII

The corporation shall have one director initially. The number of directors may either be increased or decreased from time to time by amendment to the By-Laws, but shall never be less than the number shown in this Article. The name and address of the initial director of this corporation is: Arye Charal, 128 NE 1st Avenue, Hallandale Beach, FL 33009.

#### **ARTICLE VIII**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

#### ARTICLE IX

The name and address of the corporation is A.C.B.A. TRADING, INC., 128 NE 1st Avenue, Hallandale Beach, FL 33009.

#### ARTICLE X

The corporation shall indemnify the officers or directors or any former officer or director to the full extent permitted by law.

#### <u>ARTICLE XI</u>

At each election for directors, every shareholder entitled to vote shall have the right to cumulate his votes by giving one candidate as many votes as the number of shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE XII

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

#### ARTICLE XIII

The members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 20 day of January, 2005.

ARYE CHARAI

STATE OF FLORIDA)

SS.

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 20 day of January, 2005, by ARYE CHARAL, personally known to me or who produced FL DR L1C as identification.

EILEN SEMEL

Print Notary's name and commission number

Notary Public

State of Florida

Ellen Semel
Commission #DD153238
Expires: Oct 30, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

## CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that A.C.B.A. TRADING, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Hallandale Beach, State of Florida, has named Arye Charal, 128 NE 1st Avenue, Hallandale Beach, FL 33009, as its agent to accept service of process within Florida.

ARYECHARAL, Incorporator

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

ARYE CHARAL

JAN 24 PM 2: