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To: Division of Corporations
 Fax Number : (850)205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
 Account Number : 071001002335
 Phone : (305)599-0839
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

AR TECHNOLOGY USA CORP

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ARTICLES OF INCORPORATION
OF
AR TECHNOLOGY USA CORP

All the undersigned, hereby associate together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provision of the Law of said State providing for the information, liabilities rights, privileges and immunities of a corporation for profit.

ARTICLE I
NAME OF CORPORATION

The name of this corporation shall be: AR TECHNOLOGY USA CORP. here and after referred as the Corporation

ARTICLE II
NAME & ADDRESS OF REGISTERED AGENT

Its principal office shall be located at: 9752 NW 45 LANE, DORAL, FL. 33178, Registered Agent shall be: RHYNIA REINEFELD.

ARTICLE III
NATURE OF BUSINESS

Section 1. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all the things herein after mentioned, as fully and to the same extent as natural persons might or could, viz.

A.- To carry on business in the United States of North America or any foreign Country of Countries, to buy, sell, export, import, lease, sublease, hold, procure, transport / couriers, international courier services, international freight forwarders, manufacture, acquire and deal generally, real estate investments, both as principal, and/or agent in any part of the world.

Prepared by:
Y & A Professional Service, Inc.
(305) 971-3340
12350 S.W. 132 Ct. #207
Miami, Florida 33186

ARTICLE IV
CAPITAL STOCK

The capital stock of the Corporation upon commencing business operation shall consist of ONE HUNDRED (100) shares of \$10.00 dollars per value for Incorporation purposes, each share will have a nominal value set at TEN DOLLARS (\$10.00) per share as consideration. Said shares of common stock to have \$10.00 as per value, all shares to be issued fully paid and non assessable, the capital stock of this corporation may be paid in lawful money of the U.S.A. in property, labor or services at the fair and just valuation to be fixed by the stockholder or by the Board of Directors. Determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

ARTICLE V
INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than ONE THOUSAND DOLLARS (1000.00)

ARTICLE VI
TERM OF EXISTENCE

The Corporation shall have perpetual existence. -----

ARTICLE VII
INITIAL DIRECTORS AND OFFICERS

The name and address of the first Board of Director who are subject to the provisions of these articles of Incorporation, the By-laws and the act of the legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified are the following. -----

NAME	ADDRESS	TITLE
RHYNIA REINEFELD	9752 NW 45 LANE DORAL, FL. 33178	PRESIDENT
CARLOS R. APARCEDO	9752 NW 45 LANE DORAL, FL. 33178	SECRETARY
CARLOS E. APARCEDO	9752 NW 45 LANE DORAL, FL. 33178	DIRECTOR

ARTICLE VIII
SUBSCRIBERS

NAME	TITLE	SHARES
RHYNIA REINEFELD	PRESIDENT	-60%-
CARLOS R. APARCEDO	SECRETARY	-20%-
CARLOS E. APARCEDO	DIRECTOR	-20%-

ARTICLE IX
BY - LAWS

The regulation of the business and the conduct of the affair of the corporation and the provision creating and limiting the power of the corporation, the directors and the stockholders or any class of stockholders of the corporation, shall be controlled by the By - Laws which shall be adopted by stockholder of the corporation as soon as practicable after the corporation shall be formed which said By-laws may from time to time and whenever be necessary by amended by the board of Directors of the Corporation

IN WITNESS WHEREOF, The undersigned have made and signed these Articles if Incorporation at Miami, Florida County of Dade. -----



RHYNIA REINEFELD
PRESIDENT



CARLOS R. APARCEDO
SECRETARY

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. - The name of the corporation is:

AR TECHNOLOGY USA CORP

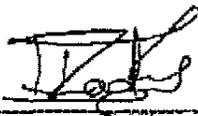
2.- The name and address of the registered agent and office is:

RHYNIA REINEFELD
9752 NW 45 LANE
DORAL, FL. 33178

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TALLAHASSEE, FLORIDA

Signature: x 
RHYNIA REINEFELD
PRESIDENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


RHYNIA REINEFELD
REGISTERED AGENT