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FLORIDA PROFIT CORPORATION OR P.A.

new tech systems, inc.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 17, 2005

EMPIRE CORPORATE KIT COMPANY

SUBJECT: NEW TECH SYSTEMS, INC.  
REF: W05000013779

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

NEW TECH SYSTEMS, INC.

In Compliance with the requirements of the Florida Statue Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is **NEW TECH SYSTEMS, INC.**

ARTICLE II

The mailing address of the corporation is: SUITE COL 4539  
4440 NW 73<sup>rd</sup> Ave  
MIAMI, FL 33166

ARTICLE III

The maximum number of shares this corporation is authorized to issue is **FOUR HUNDRED (400)**, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV

The purpose of this corporation shall be to engage in Export and Import of electronic and office technology equipment and any other general purpose authorized by Florida Statue Chapter 607.

ARTICLE V

The initial street address of the corporation's principal office is:

SUITE COL 4539  
4440 NW 73<sup>RD</sup> AVE  
MIAMI, FL 33166

The Registered Agent for the corporation is:

J. GARCIA AND ASSOCIATES, PA  
7850 NW 146<sup>TH</sup> STREET, SUITE 417  
MIAMI LAKES, FL 33016

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## ARTICLE VI

The initial Board of Directors shall consist of FOUR (4) members. The name and addressee who will serve on the initial Board of Director are:

Martha Arucena Leon Naranjo - President  
SUITE COL 4539  
4440 NW 73<sup>RD</sup> AVE  
MIAMI, FL 33166

Luis Carlos Mora Meza - Vice-President of Operations  
SUITE COL 4539  
4440 NW 73<sup>RD</sup> AVE  
MIAMI, FL 33166

Diego Alonso Velasco Cabrera - Vice-President of Technology  
SUITE COL 4539  
4440 NW 73<sup>RD</sup> AVE  
MIAMI, FL 33166

Ana Maria Sanchez Barona - Secretary  
SUITE COL 4539  
4440 NW 73<sup>RD</sup> AVE  
MIAMI, FL 33166

## ARTICLE VII

The name and addressee of the person signing these Articles of Incorporation is:

NAME:	ADDRESS:
Luis Carlos Mora Meza	SUITE COL 4539 4440 NW 73 <sup>RD</sup> AVE MIAMI, FL 33166

## ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

## ARTICLE IX

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares equals at the time of issue bears the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay

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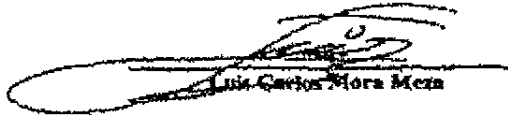
for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of the shares, and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder in the corporation within thirty (30) days of receipt of notice from the corporation.

**ARTICLE X**

**MEETING BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in special, regular, or annual meeting of the Board of Directors by means of conference telephone or similar communications equipment as provided by Florida Statute 607.0820(4).

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of incorporation this February 28, 2005.

  
Luis Carlos Mora Meza

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process of New Tech Systems, Inc., as designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501(3).

  
J. GARCIA AND ASSOCIATES, PA

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