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## FLORIDA PROFIT/NON PROFIT CORPORATION

## all electronics inc

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1/19/2006 2:57 PAGE 001/001

Florida Dept of State



January 19, 2006

FLORIDA DEPARTMENT OF STATE Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: ALL ELECTRONICS INC

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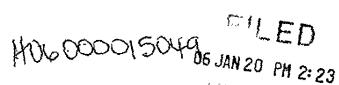
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## ARTICLES OF INCORPORATION ASSEE, FLORIDA

Article 1:

Name of Corporation:

M & W ELECTRONICS, INC.

Address of Corporation:

1300 N. FLORIDA MANGO ROAD

SUITE 17 A

WEST PALM BEACH, FL 33409

Article 2:

Capital Stock: The number of shares which the corporation has authorized to be

outstanding at any one time is 100, with no par value.

Article 3:

REGISTERED AGENT:

MITCHELL H. REIMAN

REGISTERED OFFICE:

3780 CYPRESS LAKE DRIVE LAKE WORTH, FL 33467

Signature of Registered Agent

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Article 4:

The Board of Directors is: (Board of Directors is NOT REQUIRED).

First listed is President, Second is Vice President, then Secretary/Treasurer.

1.(P-VP-SEC-TREAS) MITCHELL H. REIMAN, 3780 CYPRESS LAKE DRIVE, LAKE WORTH, FL 33467

Article 5:

The NAME and ADDRESS of the INCORPORATOR is:

MITCHELL H. REIMAN 3780 CYPRESS LAKE DRIVE LAKE WORTH, FL 33467

In witness whereof, I have subscribed my name:

Signature of Incorporator

Mutel Reman

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<sup>\*</sup> I am familiar with and hereby accept the duties and responsibilities as Registered Agent for the said corporation.