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Florida Department of State  
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FLORIDA PROFIT/NON PROFIT CORPORATION

j & g electronics corp.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF  
J & G ELECTRONICS CORP.**

The undersigned incorporator and subscriber, for the purpose of forming a Corporation under the Florida Business Corporate Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this Corporation shall be J & G ELECTRONICS CORP.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this Corporation shall be 11364 S.W. 184 Street, Miami, Florida 33157.

**ARTICLE III - DURATION**

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is date of filing with Secretary of State provided, however, that said date is within five (5) business days before the date of filing of these Articles. Should the aforesaid date not be within five (5) business days before the date of filing of these Articles, then, in that case, corporate existence shall begin when the Articles are filed.

**ARTICLE IV - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE V - CAPITAL STOCK**

5.1 The number of shares of stock this Corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares, which may be fractional. The stock shall be known as common stock and shall have a \$ 0.01 par value per share.

5.2 Subject to compliance with the terms and conditions of capital stock purchase requirements, the initial shareholder and her percentage interest shall be as follows:

<u>NAME OF INITIAL SHAREHOLDER</u>	<u>PERCENTAGE INTEREST</u>
J & G EXPORT INT'L, CORP.	100%

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**ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS**

The Initial Registered Agent shall be Jose G. Nadales and the address of the Initial Registered Agent is 11364 S.W. 184 Street, Miami, Florida 33157.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The Corporation shall have ONE (1) Director initially. The number of Directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The name and address of the Initial Director is as follows:

<u>NAME OF INITIAL DIRECTOR</u>	<u>ADDRESS OF INITIAL DIRECTOR</u>
Frank Acosta	2874 S.E. 15th Road, Homestead, FL 33035

**ARTICLE VIII - INITIAL OFFICERS**

The initial officers of the Corporation shall be as follows:

President – Frank Acosta

Vice President - Vacant

Secretary – Frank Acosta

Treasurer – Frank Acosta

**ARTICLE IX - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is Jose G. Nadales and the address of the Initial Registered Agent is 11364 S.W. 184 Street, Miami, FL 33157.

**ARTICLE X - AMENDMENT OF ARTICLES**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders the subject to this reservation.

**ARTICLE XI - PREEMPTIVE RIGHTS**

The shareholders of this Corporation shall have preemptive rights. The shareholders of this Corporation shall have the right to maintain their fixed percentage ownership in the Corporation by purchasing their proportionate share of any new stock issued.

**IN WITNESS WHEREOF**, the undersigned incorporator and subscriber has executed these Articles of Incorporation this 28th day of July, 2006.



\_\_\_\_\_  
Jose G. Madales,  
INCORPORATOR/SUBSCRIBER

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**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 designating the Registered Office/Registered Agent, in the State of Florida.

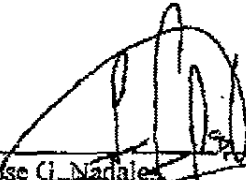
The name of the Corporation is J & G ELECTRONICS CORP.

The name and address of the Registered Agent and Office is:

Jose G. Nadales  
11364 S.W. 184 Street  
Miami, FL 33157

  
\_\_\_\_\_  
Jose G. Nadales  
INCORPORATOR/SUBSCRIBER

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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
\_\_\_\_\_  
Jose G. Nadales  
REGISTERED AGENT

DATE: July 28, 2006

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