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NEW FILINGS	AMENDMENTS		
Profit	Amendment		
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Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		
Other	Merger		
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OTHER FILINGS	REGISTRATION/ QUALIFICATION		
Annual Report	Foreign		
Fictitious Name	Limited Partnership		
Name Reservation	Reinstatement	1	u

Examiner's Initials

Trademark

Other

CR2F041(10/92)

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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PREMIUM EQUIPMENT, INC.

ARTICLE 1 - CORPORATE NAME

PREMIUM EQUIPMENT, INC.

ARTICLE II - NATURE OF CORPORATE BUSINESS

A. Primarily to engage in the import and export business of office equipment and supplies and in general to perform any duties that may be related thereto.

B. To engage in any other business authorized or permitted under the Laws of the State of Florida and/or the Laws of the United States of America.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue Five Hundred shares of Common Stock, having no par value.

ARTICLE IV - INITIAL REGISTERED AGENT

The Corporation's initial Registered Agent in the State of Carlos Hernandez.

Florida shall be: 6973 Indian Creek Drive Miami Beach, Fla. 33141

ARTICLE V - BOARD OF DIRECTORS.

The number of Directors of this Corporation shall be no less than two and no more than ten.

ARTICLE VI - INITIAL DIRECTORS

. The names and post office addresses of each member of the first Board of Directors are:

Carlos Hernandez Elina Norell 6973 Indian Creek Drive Miami Beach,Fla. 33141 Elina Norell 6973 Indian Creek Drive Miami Beach,Fla. 33141

ARTICLE VII - INCORPORATORS

The names and post office addresses of each Incorporator executing these Articles of Incorporation are:

Carlos Hernandez 6973 Indian Creek Drive Miami Beach, Fla. 33141

Elina Norell 5973 Indian Creek Drive Miami Beach, Fla. 33141

ARTICLE VIII - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of outstanding common shares.

ARTICLE IX - BY-LAWS

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

ARTICLE X - APPROVAL OF SHAREHOLDERS

The approval of the shareholders of this Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI - POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XII - INDEMNIFICATION

, The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XIII -PRINCIPAL ADDRESS OF THIS CORPORATION :

6973 Indian Creek Drive Miami Beach, Fla. 33141

ARTICLE XIV _ - AMENDMENT

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

We, the undersigned, do hereby subscribe to the Articles of Incorporation and file same hereby declaring and certifying that the facts herein stated are true.

CARLOS HERNANDEZ, Director

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.

CARLOS NERNANDEZ, Registered Agent

ELINA NORELL, Director

STATE OF FLORIDA

SS.

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Carlos Hernandez And Elina Norell to me well known the

persons described herein

who, upon being first duly sworn upon oath, acknowledged to and before me that they executed the foregoing λ rticles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, in the state and county aforesaid, this 24th _____ day of April ______.1995

NOTARY PUBLIC

State of Florida at Large

OFFERAL NOTARY SEAL
CARMEN M CAVICA
NOTARY FUBLIC STATE OF FLORIDA
COMMISSION NO. CC177988
MY COMMISSION BY HER 17,1996

By Commission expires: