

P95000032381

April 20, 1995

Florida Division of Corporations
P.O. Box 637
Tallahassee, Florida 32314

Good Morning:

For the purpose of forming a domestic Florida corporation named ALGACHA, INC. enclosed please find articles of incorporation and check in the amount of \$122.50 covering the following fees:

Filing Fee	\$27.00
Registered Agent	75.00
Confidential Filing	20.50

If there are any questions regarding the above please contact me at (904) 921-9940.

Thank you.

Sincerely,

al dallan. a. achale
ALDALLAN ACHALE
Incorporator

0000011402316
04/21/95 01058-009
***122.50 ***122.50

FILED
59 APR 21 PM 3:04
TALLAHASSEE, FLORIDA

FILED
95 MAR 21 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF
A.A. COHEN, INC.

ARTICLE I

The name of this Corporation is A.A. COHEN, INC.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Section 607.0302, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 50,000,000 of common stock. Each of such shares shall have a par value of \$1.001 per share.

ARTICLE IV

The street address of the place of business of the Corporation is 305 5th. Street South, St. Petersburg, Florida 33705. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 305 9th. Street South, St. Petersburg, Florida 33705. The name of the Corporation's initial registered agent to receive service of process is Abdallah A. Achar.

ARTICLE V

The number of Directors constituting the Board is 10. The number of Directors may be changed by amendment of the Bylaws as provided in the Bylaws. The name of the person designated to receive a Director is:

Name	Address
Abdallah A. Achar	305 5th. Street South St. Petersburg Florida 33705

ARTICLE VI

The name and address of the Corporation is Abdallah A. Achar, 305 9th. Street South, St. Petersburg, Florida 33705.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents in the extent permitted by Section 507.001(6), Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such share, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED:

April 20, 1995

X Abdallah A. Achab

ABDALLAH A. ACHAB

FL DL A210-001-32018-0

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgements, personally appeared Abdullah A. Achah to me known to be the person described in and who executed the foregoing Articles of Incorporation of A.A. ACHAH, INC. acknowledged before me that he subscribed to the Articles of Incorporation.

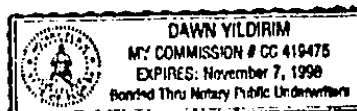
WITNESS my hand and official seal in the county and state named above, this 20 day of April, 1998.

FLDL

AZ10-001-32-015-0

Dawn Yildirim
Notary Public, State of Florida.

at Large



My Commission Expires:

November 7, 1998

CERTIFICATE RELATING PLACE OF BUSINESS OF DOMESTIC FOR THE
SERVICE OF PROCESS WITHIN THE STATE, NOTING THE AGENT UPON
WHICH PROCESS MAY BE SERVED

In pursuance of Chapter 88,021, Florida Statutes, the
following is submitted in compliance with said Act:

That A.A. O'HAN, INC. desiring to organize under the laws of
the State of Florida, with its principal office, as indicated
in the Articles of Incorporation at 305 1/2th Street South, St.
Petersburg, Florida 33705, County of Pinellas, State of
Florida, has named Abdallah Achah as its agent to accept
service of process within the State.

A C C E P T A N C E

Having been named to accept service of process for the above
stated corporation, at the place designated in this
Certificate, I hereby agree to act in this capacity, and agree
to comply with the provisions of said Act relative to keeping
open said office.

X Abdallah A. Achah

FL DL.

APPROVED AND
FILED IN THE OFFICE

AZ10-001-32-018-0

RECEIVED
TALLAHASSEE, FLORIDA

95 JUN 21 PM 3:04

2 JPD

A.A. ACHAB INC

Fax : 813-821-4952

May 23 1988

P95 000032381

Dir of Corp
P.O. Box 6327
Tallahassee
Fla 32314

Re: 98-51-3309382
P.O. Box 5000 32381
395A 000 19531
Re AA ACHAB Inc.

Please Change address of Corporation from:
305. 9th Street Santa St Petersburg Fla
To P.O. Box 610 St Petersburg Fla. 33713

Respectfully Submitted
A.A. Achab
A.A. Achab