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**RONALD L. PLATT**  
ATTORNEY AT LAW

MEMBER FLORIDA AND NEW YORK BAR

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(407) 368-3337

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June 9, 1995

Secretary of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, FL 32399

ATTN: For Profit - New Filing

Dear Sir:

Enclosed please find 2 original sets of the Article of Incorporation  
and Certificate of Resident Agent for the following for profit corporation:

NORTECH INTERNATIONAL, INC.

My check for \$122.50 is enclosed for the filing fee. Please return a certified  
copy to me at your earliest convenience.

Sincerely,



Ronald L. Platt, Esq.

RLP/ds  
encl

FILED  
1995 JUN 14 AM 10 47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## **ARTICLES OF INCORPORATION**

OF

NORTECH INTERNATIONAL, INC.

### **ARTICLE I NAME**

The name of this corporation is NORTECH INTERNATIONAL, INC.

### **ARTICLE II PURPOSE**

To engage in any activity or business permitted under the laws of the United States and the State of Florida.

### **ARTICLE III CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$0.001 per share.
- (b) At all meetings of the stockholders the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (c) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

### **ARTICLE IV TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

FILED  
1995 JUN 14 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 4800 North Federal Highway, Suite 104-A, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation is Ronald L. Platt, Esquire.

**ARTICLE VI  
INITIAL PRINCIPAL OFFICE**

The initial principal office and mailing address of this corporation is 100 Wall Street, Suite 604, New York, New York 10005. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Enrique Cubeiro	100 Wall Street, Suite 604 New York, New York 10005
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**ARTICLE VIII**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

**ARTICLE IX  
INCORPORATOR**

The name and address of the person signing these Articles is: Enrique Cubeiro, 100 Wall Street, Suite 604, New York, New York 10005.

IN WITNESS WHEREOF, the undersigned subscriber and registered agent has executed these Articles of Incorporation this 31<sup>st</sup> day of May, 1995.

  
\_\_\_\_\_  
Subscriber

STATE OF NEW YORK                    )  
COUNTY OF New York            ) SS

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Enrique Cubeiro, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

JAMES ANDRES  
Notary Public, State of New York  
No. 314001211  
Qualified in New York City  
Commission Expires January 27, 1996

  
\_\_\_\_\_  
NOTARY PUBLIC  
~~State of Florida at Large~~

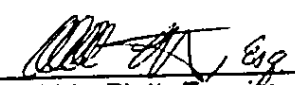
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1995 JUN 14 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

My Commission Expires:

#### ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process for the above-stated corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 607.325 Florida Statutes.

By: \_\_\_\_\_

  
\_\_\_\_\_  
Ronald L. Platt, Esquire  
Registered Agent