P950000047912

FROM	SUN ENERGY PRODUCT	_ }
	P. O. BOX 9926	
	FT. LAUDERDALE, FL 33310	OFFICE USE ONLY

708-0031515557 -06/16/95--01076--008 ++++122.50

Examiner's initials

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

Trademark

Other

(Corporet	on Name)	(Document #)	
(Carporati	on Name)	(Document #)	
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NEW FILINGS	AMENDMENTS		
	AMENDMENTS Amendment		;
Profit		rector	
Profit NonProfit	Amendment	rector	
Profit NonProfit Limited Liability	Amendment Resignation of R.A., Officer/Dir	rector	
NEW FILINGS Profit NonProfit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Dir Change of Registered Agent	rector	
Profit NonProfit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Dir Change of Registered Agent Dissolution/Withdrawal Merger	rector	
Profit NonProfit Limited Liability Domestication	Amendment Resignation of R.A., Officer/Dir Change of Registered Agent Dissolution/Withdrawal	rector	
Profit NonProfit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Dir Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/	rector	
Profit NonProfit Limited Liability Domestication Other OTHER FILINGS	Amendment Resignation of R.A., Officer/Dir Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION	rector	

CR2E031(10/92)

ARTICLES OF INCORPORATION

OF

SUN ENERGY PRODUCTS U.S.A., CORP.

ARTICLE I - NAME

The name of this corporation is SUN ENERGY PRODUCTS U.S.A., CORP .

and its principal place of business is 4410 N. STATE RD # 7 Suite 111, FT. LAUDERDALE FLORIDA 33319.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of FIFTY CENTS (\$.50) par value common stock.

ARTICLE V - VOTING RIGHTS

Except a 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 the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for each of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is A.MICHAEL APPEL, and the initial registered agent at this address is 4410 N. STATE RD # 7, Suite 111, FT. LAUDERDALE FLORIDA 33319.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

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

A.MICHAEL APPEL 4410 N. STATE RD # 7 , Suite 111 FT. LAUDERDALE FLORIDA 33319

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles is:

M. BANIA -APPEL
4410 N. STATE RD # 7 , Suite 111
FT. LAUDERDALE, FLORIDA 33319

ARTICLE X - AMENDMENT

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

ARTICLE XI - INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

ARTICLE XII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The Corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the Corporation.

I WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this <u>12</u> day of <u>JUNE</u>, 1995.

M. BANIA - APPEL

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Corporate Officer

President

DATE JUNE 12, 1995

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Posident Agent

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DATE JUNE 12, 1995