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P95000056704

June 10, 1995
Secretary of State
Corporation Division
409 E. Gaines street
Tallahassee, Florida 32399

Re: Overseas Manufacturing, Metallurgical, Manufacturing
Consultants and Machinery Suppliers Export Trading Company

Dear Sirs:

Enclosed please find an application for incorporation on the above
name.

Enclosed is a check in the amount of \$122.50 for this service.

Sincerely yours,

Kenneth Webster
Kenneth Webster
KW;bm
Enclosure

FILED
95 JUL 21 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

400001548804
-07/24/95--01027--014
***122.50 ***122.50

W95-13493
7/21/95



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

July 5, 1995

THOMAS JAMES O'GRADY, P.A.
1388 N.W. 2ND AVENUE
BOCA RATON, FL 33432

SUBJECT: OVERSEAS MANUFACTURING, METALLURGICAL,
MANUFACTURING CONSULTANTS AND MACHINERY SUPPLIERS EXPORT
TRADING COMPANY
Ref. Number: W95000013473

We have received your document for OVERSEAS MANUFACTURING, METALLURGICAL, MANUFACTURING CONSULTANTS AND MACHINERY SUPPLIERS EXPORT TRADING COMPANY and your check(s) totaling \$225.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are returning your check for \$225.00 to be replaced by one in the correct amount of \$122.50.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 095A00032455



FLORIDA DEPARTMENT OF STATE

July 13, 1995

Sandra B. Mortham
Secretary of State

THOMAS JAMES O'GRADY, P.A.
1388 N.W. 2ND AVENUE
BOCA RATON, FL 33432

SUBJECT: OVERSEAS MANUFACTURING, METALLURGICAL,
MANUFACTURING CONSULTANTS AND MACHINERY SUPPLIERS EXPORT
TRADING COMPANY
Ref. Number: W95000013473

We have received your document for OVERSEAS MANUFACTURING,
METALLURGICAL, MANUFACTURING CONSULTANTS AND MACHINERY
SUPPLIERS EXPORT TRADING COMPANY. However, the enclosed document
has not been filed and is being returned to you for the following reason(s):

The person designated as registered agent in the document and the person
signing as registered agent must be the same. *Corrected 7/17/95*

Please return your document, along with a copy of this letter, within 60 days or
your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 495A00033615

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

OVERSEAS MANUFACTURING, METALLURGICAL, MANUFACTURING CONSULTANTS
AND MACHINERY SUPPLIERS EXPORT TRADING COMPANY

ARTICLE 1 - NAME

The name of this corporation is OVERSEAS MANUFACTURING, METALLURGICAL
MANUFACTURING CONSULTANTS AND MACHINERY SUPPLIERS EXPORT TRADING COMPANY

The principal office of the corporation is located at

2205 N.E. 123 Street
North Miami, Florida 33181

ARTICLE 2 - DURATION

This corporation shall exist perpetually commencing on the
date these Articles are filed.

ARTICLE 3 - PURPOSE

This corporation is organized for the following purposes:
Marketing and selling machinery, manufacturing and Metallurgical expertise from
Hong Kong to the Americas pursuant to the Export Trading Companies Act (PL97-290)
and for the purpose of transacting any or all lawful business.

ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of ten
cents (\$.10) par value common stock which shall be designated
"Common Shares".

ARTICLE 5 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation is 1388 N.W. 2 Avenue, Boca Raton, Florida 33432
and the name of the initial registered agent of this corporation at
that address is Roberta Rollinson

ARTICLE 6 - INITIAL BOARD OF DIRECTORS

This corporation shall have 3 directors initially. The number of directors may be increased from time to time by the By-laws, but shall never be less than 3. The name and address of the initial director(s) of this corporation is:

Kenneth Webster - President
2205 NE 123 Street
North Miami, Florida 33181

Robert A. Rollinson - Treasurer/Secretary
1388 NW 2 Avenue
Boca Raton, Florida 33432

Ursula Webster - Vice President of sales and marketing
2205 NE 123 Street
North Miami, FL 33181

ARTICLE 7 - INCORPORATOR

The name and address of the person signing these Articles is:
Kenneth Webster, 2205 N.E. 123 Street, North Miami, Florida 33181

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 8 - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

Kenneth Webster	42 shares
Ursula Webster	8.5 shares
Robert A. Rollinson	49.5 shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE 9 - BY-LAWS

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

ARTICLE 10 - POWERS

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

ARTICLE 11 - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 12 - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

Any Amendment hereto, and any right conferred upon the shareholders, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of June, 1995.

Kenneth Webster

Kenneth Webster

Ursula Webster

Ursula Webster

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared

Kenneth Webster

Ursula Webster

known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 30 day of

June, 1995.

My commission expires:

JUN 12, 1995

Notary Public

ACCEPTANCE OF REGISTERED AGENT

OF

Overseas Manufacturing, Metallurgical, Manufacturing Consultants and
Machinery Suppliers Export Trading Company

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

Roberta Rollinson

Roberta Rollinson

STATE OF FLORIDA

COUNTY OF PALM BEACH

SWORN TO AND SUBSCRIBED before me this 30 day of June,
1995.

My commission expires:

Barbara Malet

Notary Public

NOTARY PUBLIC
COMMISSION EXPIRES 12.15, 1995
L. J. Malet, Notary Insurance Inc.

95 JUL 21 PM 2:40
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA