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FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: ENVIRO-CORPORATE RIT COMPANY  
DEPARTMENT OF STATE 1492 N. FARMLEY ST  
STATE OF FLORIDA SUITE 200  
408 EAST GAINES STREET MIAMI FL 33135  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FA: (904) 922-4000 PHONE: (305) 541-3694  
FAX: (305) 541-3770

(((H96000001596))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: NEWMAYIC PRODUCTIONS COMPANY  
FAX AUDIT NUMBER: H96000001596 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 02/01/1996 TIME REQUESTED: 15:54:43  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 0 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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95 FEB -2 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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6796-2554  
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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 2, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: NEWMATIC PRODUCTS COMPANY  
REF: W96000002556

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PLEASE RE-FAX ENTIRE DOCUMENT, TOP OF EACH PAGE IS MISSING 1ST LINE.

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

FAX Aud. #: H96000001596  
Letter Number: 896A00004688

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February 01, 1996

Secretary of State  
P.O. Box 6327  
Division of Corporations  
The Capital  
Tallahassee, FL 32314

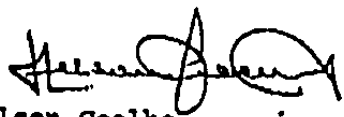
Re: Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent Newmatic Products Company.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

Very truly yours,



Nelson Coelho

PREPARED BY:  
David S Hernandez  
210 N University Drive #502  
Coral Springs, FL 33071  
305-346 7288

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ARTICLES OF INCORPORATION

Newmatic Products Company

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is

Newmatic Products Company

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1,000 shares with \$1.00 par value.

ARTICLE V. 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 the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash 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 pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE VII. Initial Registered Office and Agent. The street address of the initial registered office of this corporation is: 10020 NW 53rd St., Sunrise, Florida, 33351 and the name of the initial register agent of this corporation at that address is Nelson Coelho.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 2 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Director(s) of this corporation

Are: Nelson Coelho & Eduardo H Botelho  
10020 NW 53rd Street  
Sunrise, FL 33351

ARTICLE IX. Officers. The initial officers of the corporation will be: Nelson Coelho President/Treasurer, and Eduardo Botelho, Vice-President/Secretary.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Nelson Coelho  
10020 NW 53rd Street  
Sunrise, FL 33351

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

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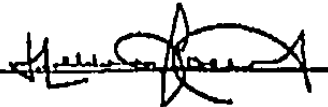
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ARTICLE XIII. The Street address of the Principal place of business is: 10020 NW 53rd St., Sunriss, FL 33351.

ARTICLE XIV. The registered agent and the corporate officers are the same, at the place of business.

ARTICLE XV. The corporation shall be effective upon acceptance by the State of Florida of these articles.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 01st day of February, 1996

 (SEAL)

STATE OF FLORIDA }  
COUNTY OF BROWARD }

BEFORE ME, the undersigned authority, personally appeared, Nelsons Coelho be and known by me to be the person who executed the foregoing Articles of Incorporation and he/she acknowledged before me that he executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 01st day of February, 1996

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

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**CONSENT TO APPOINTMENT AS REGISTERED AGENT**

TO: Secretary of State of Florida Division of Corporations  
Department of State Tallahassee, FL 32304

I, Nelson Coelho hereby consent to serve as  
registered agent for the corporation, Newmatic Products  
Company this 01st day of February, 1996.

  
Nelson Coelho

Address of registered agent:

10020 NW 53rd Street  
Sunrise, FL 33351

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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