

P96000016338
ALANTECH

Alantech, Inc.
1550 Scarlett Ln.
Deland, FL 32720

Ltr. No. 96020001

16 February 1996

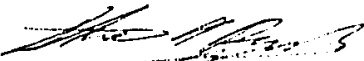
Department of Corporations
P.O. Box 6322
Tallahassee, FL 32339

Gentleman:

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-02/19/96--01075--003
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I am sending these articles of incorporation to be filed with the state of Florida. I have checked the name, Alantech, Inc., with the available names department and found it to be available. If there is any problem with the name chosen or any of the articles please let me know by phone at (904) 734-7531 or write to Steve A. Bach 1550 Scarlett Ln., Deland FL. 32720.

Sincerely,



Steve A. Bach
President

FILED
96 FEB 19 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-22-96
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ARTICLES OF INCORPORATION

OF

Alantech, Inc.

FILED
96 FEB 19 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, subscribe to these Articles of Incorporation to form a corporation under the laws of the State of Florida.

ARTICLE I

Name. The name of the corporation is Alantech, Inc.

ARTICLE II

Business and Activities. This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

Capital Stock. The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock, at a par value of \$0.01 per share. Consideration for each share shall be paid in money, property, or services, as may be fixed by the Board of Directors.

ARTICLE IV

Initial Capital. The amount of capital with which this corporation will begin business shall not be less than Fifty Dollars (\$50.00).

ARTICLE V

Term of Existence. This corporation shall have perpetual existence.

ARTICLE VI

Place of Business. The initial street address of the corporation shall be 1550 Scarlett Lane Deland, Florida 32720, but this corporation may establish and maintain its principal office and other offices at such places in the United States of America, its colonies or dependencies and in any foreign country, as the Board of Directors may determine. The name and address of the registered agent and office is:

Name	Address
Steve A. Bach	1550 Scarlett Ln. Deland, Florida 32720

I hereby am familiar with, and accept the duties and responsibilities as registered agent for said corporation.

ARTICLE VII

Number of Directors. The number of Directors of this corporation shall consist of one director, the exact number of directors which shall be the number fixed from time to time by the Board of Directors or the stockholders in accordance with the By-Laws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Director may authorize and require the payment of the reasonable expenses incurred by the Director in attending meetings of the Directors. Nothing in this Article shall be construed to preclude a Director from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors. The name and street address of each member of this corporation's first Board of Directors are as follows:

Name	Addresses
Steve A. Bach	1550 Scarlett Ln. Deland, Florida 32720

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96 FEB 19 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX

Subscriber. The name and street address of each subscriber to these Articles of Incorporation are as follows:

Name	Address
Steve A. Bach	1550 Scarlett Ln. Deland, Florida 32720

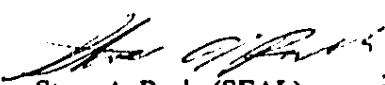
ARTICLE X

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis as according to such procedures as are from time to time provided for in the By-Laws of this corporation.

ARTICLE XI

Amendment. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board or Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the stockholders will sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

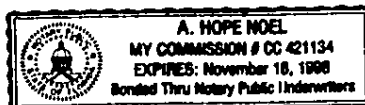
IN WITNESS WHEREOF, the undersigned do set his hands and seals and have acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 15th day of February, 1996.


Steve A. Bach (SEAL)
Incorporator/Registered Agent

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96 FEB 19 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
151-111 B300-781-55-176
2/17/2000

BEFORE ME personally appeared Steve A. Bach, to me well known and known to be the individual described, and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and the official seal in the County and State aforesaid this 15th day of February, 1996.



NOTARY PUBLIC

A. Hope Noel
2/15/96 3 of 3

P96000016338



FLORIDA DEPARTMENT OF STATE

Sandra B. Northam
Secretary of State

March 17, 1997

Steve A. Bach
1550 Scarlett Lane
Deland, FL 32720

SUBJECT: ALANTECH, INC.
REFERENCE NUMBER: P96000016338

Dear Sir/Madam:

This is to advise you that through error your corporation under the name of ALANTECH, INC. was filed on February 19, 1996. We already have a corporation that was filed on January 24, 1994 under the name of ALANTEC CORPORATION.

Therefore, because of the similarity of names, it is requested that you amend the name of your corporation to make it distinguishable from the earlier filed entity. I have enclosed guidelines for your convenience in preparing the amendment. There will be no fee charged for the filing of this amendment.

I apologize for this inconvenience and trust that you will get the amendment properly filled out and returned to my attention as quickly as possible so that we can get our records corrected.

Please return your document, along with a copy of this letter.

Sincerely,

A handwritten signature in cursive script, reading "Dana Callaway", is written over the typed name.

Dana Callaway, Document Specialist
Department of State - New Filing Section
(904) 487-6933.0

P96000016338

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 17, 1997

Steve A. Bach
1550 Scarlett Lane
Deland, FL 32720

SUBJECT: ALANTECH, INC.
REFERENCE NUMBER: P96000016338

SECRET
DIVISION OF CORPORATIONS
91 MAR 28 PM 8:03

Dear Sir/Madam:

This is to advise you that through error your corporation under the name of ALANTECH, INC. was filed on February 19, 1996. We already have a corporation that was filed on January 24, 1994 under the name of ALANTEC CORPORATION.

Therefore, because of the similarity of names, it is requested that you amend the name of your corporation to make it distinguishable from the earlier filed entity. I have enclosed guidelines for your convenience in preparing the amendment. There will be no fee charged for the filing of this amendment.

I apologize for this inconvenience and trust that you will get the amendment properly filled out and returned to my attention as quickly as possible so that we can get our records corrected.

Please return your document, along with a copy of this letter.

Sincerely,

Dana Calloway

Dana Calloway, Document Specialist
Department of State - New Filing Section
(904) 487-6933.0

by
3/28



Alliance and Technology, Inc.

1550 Scarlett Lane, Deland, FL 32720, Phone: (904) 734-7531, Fax: (904) 740-7602

91 MAR 23 PM 8:03
SECRETARY OF STATE
OFFICE OF THE CLERK

March 23, 1997 Ltr. # L9703006

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314
Attn: Dana Calloway, Documentation Specialist

Dear Ms. Calloway:

I am writing in response to your letter, dated March 17, 1997, requesting that ALANTECH, INC., reference #P96000019338, amend the articles of incorporation to evoke a name change. ALANTECH, INC. was incorporated February 19, 1996 and the name ALANTECH, INC. was researched at that time and approved. The corporation has been doing business under this name for over a year. As per your request an amendment has been generated to change the name to ALANTECH Alliance and Technology, Inc. I sincerely hope this will eradicate the error to the incorporation of ALANTECH INC. The amendment along with a copy of your letter is attached. The corporation requests a certified copy of the amendment be provided at no expense to the corporation to update corporate records.

I appreciate the providing of guide lines to properly amend the articles of incorporation and your efforts to eradicate this problem. If you have any questions or would like to respond to this letter please reference the ltr # to assure a prompt reply. I can be reached at the address above or by Email at Sbati@totcon.com.

Sincerely,

Steve A. Bach
President

ALANTECH
Alliance and Technology, Inc.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

ALANTECH, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of incorporation:

FIRST: Amendment adopted:

ARTICLE I

Name. The name of the corporation is ALANTECH Alliance and Technology, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment are as follows:

This amendment requires no exchange, reclassification or cancellation of issued shares.

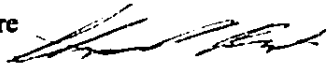
THIRD: The date of the amendment's adoption: 23 March, 1997

FOURTH: Adoption of Amendment:

The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day the 23rd of March, 1997

Signature


Steve A. Bach
President

91 MAR 28 PM 6:03
SECRET
FBI - MIAMI
COMMUNICATIONS SECTION