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BRANDON & CO.

A PROFESSIONAL ASSOCIATION OF CERTIFIED PUBLIC ACCOUNTANTS

March 05, 1996

SECRETARY OF STATE
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Ro-We-Tec, Inc.

Gentlemen:

300001736043
-03/07/96--01085--001
****122.50 ****122.50

Enclosed please find the original and one copy of Articles of Incorporation and Certificate of Resident Agent for the above proposed corporation.

Also find enclosed a check in the amount of \$122.50, made payable to Secretary of State of Florida, to cover the filing fee costs.

Please return the certified copy of the Articles of Incorporation to this office as soon as possible.

Thanking you in advance for your assistance in this matter.

Sincerely,

Charles F. Brandon, CPA
Charles F. Brandon, CPA

CFB:sb

Enclosure

FILED
96 MAR -7 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER MAR 1 1996

MEMBERS

Florida Institute of Certified Public Accountants • American Institute of Certified Public Accountants • Institute of Management Accountants
2480 E. COMMERCIAL BOULEVARD • FORT LAUDERDALE, FLORIDA 33308 • TELEPHONE (305) 771-2400 • TELEFAX (305) 771-1024

ARTICLES OF INCORPORATION

- OF -

RO-WE-TEC, INC.

FILED
96 MAR -7 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, acting as Incorporators for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formulation, liability, rights and privileges and immunities of a corporation for profit.

Article I

The name of the corporation shall be **RO-WE-TEC, INC.**

Article II

The principal office of this corporation shall be situated at 2480 East Commercial Boulevard, Suite #3, Fort Lauderdale, FL 33308. Said corporation shall have the rights and privileges of business in such states of the United States and foreign countries whenever the Board of Directors may from time to time order and establish.

Article III

The street address of this corporation's initial registered office will be 2480 East Commercial Boulevard, Suite #3, Fort Lauderdale, FL 33308 and the name of its initial registered agent will be **CHARLES F. BRANDON** at such address.

Article IV.

The nature of the business and the purposes to be transacted are to engage in and to have unlimited power to do any lawful act concerning any of all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Law.

Article V.

The total authorized capital stock of this corporation shall be \$10,000, divided into a maximum of 10,000 shares, which shall be of common stock of par value of \$1.00 each, fully paid and non-assessable.

All such stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

In case a stockholder desires to sell his share or shares of stock, he must first offer them for sale to the remaining stockholders, it being the intention hereof to give them a preference in the purchase of same, and any attempted sale in violation of this provision is null and void. A stockholder desiring to sell his stock shall file notice in writing of his intention with the Secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders, or the corporation, within six months thereafter they shall be deemed to have waived their privilege of purchasing, and he shall be at liberty to sell to anyone else, according to the same terms as filed with the corporation.

Article VI

The amount of capital with which the corporation shall commence business shall not be less than \$500.00

Article VII

This corporation shall have perpetual existence, unless sooner dissolved according to law.

Article VIII

The business of this corporation shall be conducted by a Board of Directors consisting of one or more persons.

The officers of this corporation shall be a President, a Vice-President, a Secretary, and a Treasurer, and such other officers as shall be appointed in accordance with the By-Laws of this corporation.

Article IX

The names and addresses of the members of the first Board of Directors, who shall hold office from the organization of this corporation to the first annual meeting, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
MATTHIAS MAIER	2480 E. Commercial Blvd., Suite #3 Fort Lauderdale, FL 33308
FRANZ HUND	2480 E. Commercial Blvd., Suite #3 Fort Lauderdale, FL 33308

Article X

The following shall hold office named until their successors shall
be regularly elected and shall be qualified:


NAME	ADDRESS
MATTHIAS MAIER President Secretary/Treasurer	2480 E. Commercial Blvd., Suite #3 Fort Lauderdale, FL 33308

Article XI

The names and addresses of the Incorporators signing these
Articles of Incorporation are:

NAME	ADDRESS
FRANZ HUND	2480 E. Commercial Blvd., Suite #3 Fort Lauderdale, FL 33308

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation at Fort Lauderdale, Broward County, this 4th day of March, 1996.



FRANZ HUND
Incorporator

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared FRANZ HUND to me well known and known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 4th day of March, 1996.





Sue E. Brandon
Notary Public, State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted
in compliance with said Act:

RO-WE-TEC, INC. desiring to organize under the laws of the
State of Florida with its principal office as indicated in the Articles of
Incorporation at the City of Fort Lauderdale, County of Broward, State of
Florida, has named **CHARLES F. BRANDON**, located at 2480 East
Commercial Boulevard, Suite #3, Fort Lauderdale, FL 33308 as its agent to
accept service of process within this State.

ACKNOWLEDGMENT:

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



CHARLES F. BRANDON
Resident Agent

96 MAR -7 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA