

(SAMPLE LETTER OF TRANSMITTAL)

P96000079160
Date

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

300001954613
-09/24/96--01089--020
****122.50 ****122.50

Re: ALPHA INTERNATIONAL, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee Registered Agent Designation for the above named corporation.

Very truly yours,

AND
GORETE M. KELLEY-ANNA MARIA DE
(individual's name) M60

SEP 24 1996 BSB

ALPHA INTERNATIONAL
(name of corporation)

Gorete Kelley GAVE
AUTHORIZATION BY PHONE TO
CORRECT Rec. Agent
DATE 9/24/96
LO. EXAM BSB

MAILING ADDRESS OF CORPORATION		
411 POINCIANA DR		
MIAMI BEACH FL 33160		
PHONE FAX: 9452262		
(305)	9447582	
Area Code	Number	Ext.

ARTICLES OF INCORPORATION

ALPHA of INTERNATIONAL, INC.
(name of corporation)

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

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ALPHA INTERNATIONAL, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue _____ shares (2) of _____ Dollar(s) (\$ _____) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Gorete M. Kelley</u>		
ADDRESS	<u>411 POINCIANA DR</u>		
CITY	<u>N. MIAMI BEACH</u>	FLORIDA <u>FL</u>	ZIP <u>33160</u>

The principal office, if known, or the mailing address of the corporation is:

NAME			
ADDRESS	<u>411 POINCIANA DR</u>		
CITY	<u>N. MIAMI BEACH</u>	FLORIDA <u>FL</u>	ZIP <u>33160</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have _____ () directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>GORETE M. KELLEY</u>		
ADDRESS	<u>411 POINCIANA DR</u>		
CITY	<u>N. MIAMI BEACH</u>	STATE <u>FL</u>	ZIP <u>33160</u>
NAME	<u>AMA AMELIA DE MELO</u>		
ADDRESS	<u>411 POINCIANA DR</u>		
CITY	<u>N. MIAMI BEACH</u>	STATE <u>FL</u>	ZIP <u>33160</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	GORETE M. KELLEY		
ADDRESS	411 POINCIANA DR.		
CITY	N. MIAMI BEACH	STATE	FL ZIP 33160
NAME	ANA AMELIA DE MELO		
ADDRESS	411 POINCIANA DR.		
CITY	N. MIAMI BEACH	STATE	FL ZIP 33160
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 09 day of 17, 1996.

Gorette M. Kelley (Seal)
Ana Amelia de Melo (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

ALPHA INTERNATIONAL, INC
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 411 POINCIANA DR.
N. MIAMI BEACH FL 33160

has named GROTE M. KELLEY
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Grote M. Kelley
(registered agent) Ana Amelia de Melo

FILED
96 SEP 23 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA