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12/20/96 Jenny

Requestor's Name
George Romani
Address
999 Ponce de Leon Blvd. #1015
Coral Gables, FL 33134
City State ZIP Phone
441 8811

VALIDATION ONLY

CORPORATION(S) NAME

900002035889--2
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****122.50 ****122.50

KAL Technologies, Inc.

FILED
DEC 23 PM 2:06
TALLAHASSEE, FLORIDA

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Certificate Under Seal | |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

**ARTICLES OF INCORPORATION
OF
KAL TECHNOLOGIES, INC.**

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96 DEC 23 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby organizes and incorporates a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is: **KAL TECHNOLOGIES, INC.**

ARTICLE II

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the law of the United States or of this State.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is One Hundred (100) Shares of common stock having a nominal or par value of (\$1.00) per share.

ARTICLE IV

INITIAL STOCK

The amount of capital with which this corporation will begin business in One Hundred Dollars (\$100.00).

ARTICLE V

BEGINNING OF CORPORATION EXISTENCE

The date of corporate existence shall be the time of filing of these Articles of Incorporation with the Secretary of State.

ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

ADDRESS

The initial post office address of the principal office is:
3000 Springdale Boulevard, Apt. V202, Lake Worth, Fl. 33461.

ARTICLES VIII

DIRECTORS

This corporation shall have One (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but there shall always be at least one (1) director. To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which said person shall become subject by reason of his being a director or officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a director or officer. The corporation shall reimburse each such

person for all costs, legal and other expenses reasonably incurred by him in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law. The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein. No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such firm or corporation, provided that the fact that he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation, or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such transaction, with the like force and effect as if he were not a director or officer of such other corporation or not so interested.

ARTICLE IX
INITIAL DIRECTOR

Diego Cruz, Jr.
3000 Springdale Boulevard
Apt. V202
Lake Worth, Florida 33461

ARTICLE X

The initial officers of the corporation are as follows:

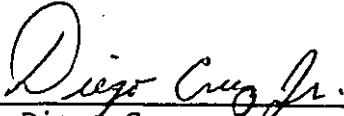
Diego Cruz, Jr. - President/Secretary
3000 Springdale Boulevard
Apt. V202
Lake Worth, Florida 33461

ARTICLE XI

INITIAL SUBSCRIBER

The name and post office address of the subscriber to these Articles of Incorporation is Diego Cruz, Jr., 3000 Springdale Boulevard, Apt. V202, Lake Worth, Florida 33461.

WITNESS the hand and seal of said subscriber this 18th day
of December, 1996.



Diego Cruz, Jr.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Diego Cruz, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to the law that they made and subscribed the same for the uses and purpose therein mentioned and set forth.

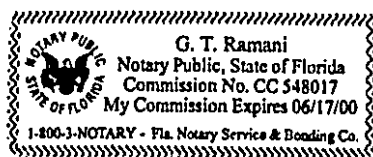
The foregoing instrument was acknowledged before me on this 18th day of December 1996 by Diego Cruz, Jr., who provided as identification his Florida Driver's License # C620-160-62-302-0 and who did take an oath.



GEORGE T. RAMANI, Notary Public

State of Florida at Large

My Commission Expires

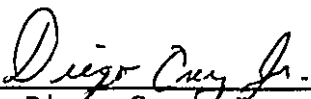


ARTICLE XII

REGISTERED OFFICE AND REGISTERED AGENT

The Registered Agent and Registered Office of the Corporation shall be: Diego Cruz, Jr., 3000 Springdale Boulevard, Apt. V202, Lake Worth, Florida 33461.

IN WITNESS WHEREOF, I the undersigned, being the original Registered Agent to accept service of process for the corporation hereinabove named, do hereby accept the appointment as Registered Agent for said corporation, agree to comply with the provision of said Act relative to keeping open said office and hereunto set hand and/or seal this 18th day of December, 1996.



Diego Cruz, Jr.

CERTIFICATE OF DESIGNATION

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First that KAL TECHNOLOGIES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Miami, County of Dade, State of Florida has named Diego Cruz, Jr., 3000 Springdale Boulevard, Apt. V202, County of _____, State of Florida, as its agent to accept service of process with this state.

ACKNOWLEDGEMENT

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

Diego Cruz Jr.
Diego Cruz, Jr.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA