

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 222-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Alpha America, Inc.

C.C. FEE. DISBURSED

☒ Capital Express™
☒ Art. of Inc. File
____ Corp. Record Search
____ Ltd. Partnership File
____ Foreign Corp. File
☒ () Cert. Copy(s)

____ Art. of Amend. File
____ Dissolution/Withdrawal
____ C U S-
____ Fictitious Name File

____ Name Reservation
____ Annual Report/Reinstatement
____ Reg. Agent Service
____ Document Filing

____ Corporate Kit
____ Vehicle Search
____ Driving Record
____ Document Retrieval

____ UCC 1 or 3 File
____ UCC 11 Search
____ UCC 11 Retrieval
____ File No.'s, _____ Copies
____ Courier Service
____ Shipping/Handling
____ Phone ()
____ Top Priority
____ Express Mail Prep.
____ FAX () pgs.

SUBTOTALS _____

97 JAN 10 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN Will Pick Up 1/10 1:00 See 1/10

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
.....	\$ _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

of ALPHA AMERICA, INC.

a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: Alpha America, Inc.

Address of the Corporation: 679-683 N. Biscayne River Drive, Miami, Florida

FILED
97 JAN 10 PM 2:40
SECRETARY
TALLAHASSEE, FLORIDA

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one

time is 1,000.

PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

100 S.E. 2nd Street, Suite 2620, Miami, Florida 33131

and the name of the initial registered agent at such address is Bruce J. Smoler

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


Signature of Registered Agent

1/8/97
Date

Article 6: The board of directors are as follows:

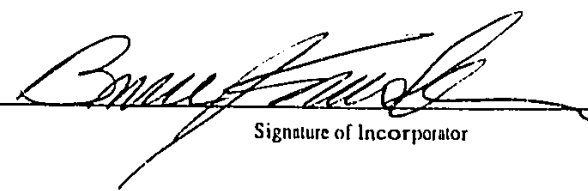
The name and address of the Initial Director : (All persons listed after the first are additional directors)

1. Esther Alfandary, 679-683 N. Biscayne River Drive, Miami, Florida

Article 7: The Name and address of the incorporator is:

Bruce J. Smoler, 100 S.E. 2nd Street, Suite 2620, Miami, Florida 33131

In witness whereof I have subscribed my name


Signature of Incorporator