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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735
(904)385-6761

FAX #:

NAME: AU GLOBAL, INC. AUDIT NUMBER.....H97000002167 DOC TYPE.....FLORIDA
PROFIT CORPORATION OR P.A. CERT. OF STATUS..0 PAGES..... 3
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

AU GLOBAL, INC.

ARTICLE I - NAME

The Corporation is being formed for the purpose of importation and exportation of fungible goods. The name of the Florida corporation shall be:

AU GLOBAL, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**AU GLOBAL, INC.
550 SW 2nd Avenue
#126
Boca Raton, Florida 33432**

EFFECTIVE DATE

1-31-97

ARTICLE III - SHARES

The corporation is authorized to issue 1000 shares of common stock, par value \$1.00 per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Law Offices
Penalta & Associates, P.A.
2720 East Oakland Park Boulevard
Suite 106
Fort Lauderdale, Florida 33308-1627**

Prepared by:

**Alexander Penalta, Esq.
Law Offices of Penalta & Associates, P.A.
2720 East Oakland Park Boulevard, Suite 106
Fort Lauderdale, Florida 33308-1627
Tel: (954) 568-7565
FL BAR NO. 0003672**

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ARTICLE V - BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Corporation's ByLaws. The election of directors shall be done in accordance with the ByLaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Law Offices
Penalta & Associates, P.A.
2720 East Oakland Park Boulevard
Suite 106
Fort Lauderdale, Florida 33305-1627

ARTICLE VI - CORPORATE EXISTENCE

The corporate existence of the Corporation shall begin effective as of January 31, 1997.

The authorized representative of the incorporator executed these Articles of Incorporation on January 31, 1997.

Law Offices of Penalta & Associates, P.A.

By: 
Alexander Penalta, President

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is : AU GLOBAL, INC.

2. The name and address of the registered agent and office is:

Law Offices
Penalta & Associates, P.A.
2720 East Oakland Park Boulevard
Suite 106
Fort Lauderdale, Florida 33306-1827

Having been named as registered agent and to accept service of process for the above stated corporation as the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Law Offices of Penalta & Associates, P.A.

By: 
Alexander Penalta, President

Date: January 31, 1997

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA 32304

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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