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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS  
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FAX #:

FROM: PETER J. JAENSCH, P.A.  
105065002440

ACCT#:

CONTACT: P. CHRISTOPHER JAENSCH  
PHONE: (941)366-9841  
(941)923-8356

FAX #:

NAME: ~~A-ALL USA~~, INC. *AMEUREX Corp.*

AUDIT NUMBER.....H97000003940

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
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March 7, 1997

PETER J. JAENSCH, P.A.

SUBJECT: A ALL USA, INC.  
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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ARTICLES OF INCORPORATION  
OF

AMEUREX CORP.

ARTICLE I - Name

The name of the corporation is AMEUREX CORP.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00 par value stock.

ARTICLE V - Principal Office

The street address and the mailing address of the corporation's initial principal office is 3400 S. Tamiami Trail, Suite 303, Sarasota, Florida 34239.

ARTICLE VI - Initial Registered Office and Agent

The street address and the mailing address of the initial Registered Office is 3400 S. Tamiami Trail, Suite 303, Sarasota, Florida 34239, and the initial Registered Agent of this corporation at that address is P. Christopher Jaensch.

Prepared by:  
P. Christopher Jaensch  
3400 S. Tamiami Trail Suite 303  
Sarasota, Florida 34239  
Florida Bar#: 72044

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ARTICLE VII - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, but shall never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is as follows:

Dr. Friedrich W. Hillebrandt  
Mariatroster Strasse 131  
A-8043 Graz  
Austria

Rainer J. Niederberger  
Mariatroster Strasse 131  
A-8043 Graz  
Austria

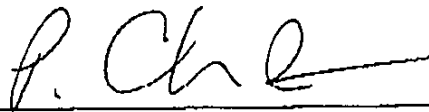
ARTICLE VIII - Incorporator

The name and address of the incorporator of this corporation is P. Christopher Jaensch,  
3400 S. Tamiami Trail, Suite 303, Sarasota, Florida 34239

ARTICLE IX - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 7<sup>th</sup> day of March, 1997.



P. Christopher Jaensch

I HEREBY ACCEPT appointment as initial registered agent of the above-named corporation and agree to serve as such until my successor shall have been named by the Director(s) of the corporation, and the proper department of the State of Florida notified hereof.



P. Christopher Jaensch

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA  
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE  
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT  
IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE  
STATE OF FLORIDA.

1. The name of the corporation is: AMEUREX CORP.
2. The name and address of the registered agent and office is:

P. Christopher Jaensch  
3400 S. Tamiami Trail, Suite 303  
Sarasota, Florida 34239

*Having been named as registered agent and to accept service of process for the above stated corporation at 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.*

  
P. Christopher Jaensch

3-7-97  
Date

67 MAR -7 PM 4:00  
1997  
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