

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

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

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

_____ of _____

No 53795

RE: AI-Tech EnvironmentalTechnologies, Inc.

C.C. FEE.

DISBURSED

Capital Express™

Inc. File

Corp. Record Search

Ltd. Partnership

Foreign Corp. File

Cert. Copy

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

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

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 \$ _____

W37-7473

K.R. APR - 1 1997

REQUEST TAKEN CONFIRMED APPROVED

DATE

TIME

BY

WALK-IN

Will Pick Up



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED

97 APR -1 PM 3:22

April 1, 1997

CAPITAL CONNECTION, INC.
P.O. BOX 10349
TALLAHASSEE, FL 32302

10116272

SUBJECT: AL-TECH ENVIRONMENTAL TECHNOLOGIES, INC.
Ref. Number: W97000007473

We have received your document for AL-TECH ENVIRONMENTAL TECHNOLOGIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 597A00016272

ARTICLES OF INCORPORATION

OF

AL-TECH ENVIRONMENTAL TECHNOLOGIES, INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

Al-Tech Environmental Technologies, Inc.

FILED
97 APR - 1 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is 4316 Broward Boulevard, Suite 4, Plantation, Florida, 33317.

ARTICLE III. NATURE OF BUSINESS

This corporation may engage or transact in any and all lawful activities of business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of capital stock which the corporation shall have the authority to issue and have outstanding at any one time shall be 110,000,000, which are to be divided into two classes as follows:

- (A) 100,000,000 shares of common stock having a par value of \$.001 per share; and
- (B) 10,000,000 shares of preferred stock having a par value of \$.001 per share. The preferred stock may be issued from time to time in one or more series. The Board of Directors is hereby expressly vested with authority to fix by resolution or resolutions the designations and the powers, preferences in relative, participating, optional or other special rights and qualifications, limitations or restrictions thereof, including, without limitation, any voting powers, dividend rate or rates, conversion rights, redemption prices or liquidation preferences of any series of preferred stock, and to fix the number of shares of any such series (but not below the number of shares thereof then outstanding). In case the number of shares of any such series shall be so decreased, the shares constituting such decrease shall resume the status which they had prior to the adoption of the resolution or resolutions originally fixing the number of shares of such series. The number of authorized shares of any class or classes of stock may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of a majority of the stock of the corporation entitled to vote.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be 890 South Dixie Highway, Miami, Florida 33146, and the name of the initial resident agent of the corporation at that address is Arthur Joel Levine, Esq.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. INDEMNIFICATION

The corporation shall indemnify its officers, directors and authorized agents or any former officer, director or authorized agent, for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida laws existing now or hereinafter enacted.

ARTICLE VIII. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE IX. BYLAWS

In furtherance and not in limitation of the powers conferred by statute, except as otherwise stated herein, the Board of Directors is expressly authorized to make, alter or repeal the Bylaws of the Corporation (except insofar as the Bylaws of the Corporation adopted by the shareholders shall otherwise provide). Notwithstanding the foregoing and anything contained in these Articles of Incorporation to the contrary, Article II, Section 3 and Article III, Sections 2, 4 and 5 of the Bylaws shall not be altered, amended or repealed, and no provision inconsistent therewith shall be adopted, without an affirmative vote of not less than 80% of the votes to be

cast by the holders of all of the outstanding shares entitled to vote thereon, voting together as a single class.

ARTICLE X. DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The names and addresses of the initial directors of the corporation are:

James C. Florio, 9568 N.W. 8th Circle, Plantation FL 33324

And

Arthur Joel Levine, 1160 N.W. 78th Avenue, Plantation, FL 33322

And

John Richard Owens, 1066 S.W. 4th Street, Boca Raton, FL 33486.

ARTICLE XI. INCORPORATOR

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

James C. Florio, 9568 N.W. 8th Circle, Plantation, FL 33324

ARTICLE XII. EFFECTIVE DATE

The corporation shall commence on the date *upon filing*.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this,
the 26th day of February, 1997.



JANICE E STONOM
My Commission CCS-B-8
Expires May. 22, 1999
Bonded by HAI
800-422-1555

Janice E Stonom
FLA DRW LIC

A handwritten signature in cursive script, appearing to read "J. C. Florio", written over a horizontal line.

James C. Florio, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

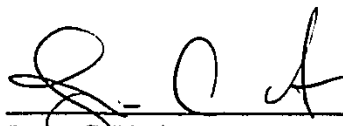
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Al Tech Environmental Technologies, Inc.
2. The name and address of the registered agent is:

Arthur Joel Levine, Esq.

890 South Dixie Highway

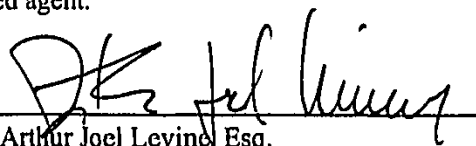
Miami, Florida 33146



James C. Florio, Incorporator

Date: Feb 26th, 1997
(Month/Day)

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 the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Arthur Joel Levine, Esq.
Title: Registered Agent

Date: _____, 1997

FILED
APR - 1 PM 3:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA