

4/11/97

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MICROTEK HOLDINGS CORP.

AUDIT NUMBER.....H97000006012

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

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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97 APR 14 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL APR 14 1997

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**ARTICLES OF INCORPORATION FOR
MICROTEK HOLDINGS CORP.**

Article I - NAME

The name of the corporation is MICROTEK HOLDING CORP.

Article II - PRINCIPAL OFFICE

The Principal place of business and mailing address of this corporation is 10001 N.W.
50th Street, Suite W-3, Sunrise, FL 33351

Article III - OFFICERS

The name and address of the initial officer(s) are:

Robert Carmel, President
Moshe Carmel, Vice-President
10001 N.W. 50th Street
Suite W-3
Sunrise, FL 33351

Article IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at
any one time is ONE HUNDRED (100) shares with One Dollar par value.

Article V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is:

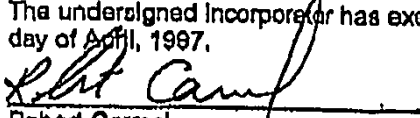
Robert Carmel
10001 N.W. 50th Street
Suite W-3
Sunrise, FL 33351

Article VI - INCORPORATOR

The name and address of the incorporator for this corporation:

Robert Carmel
10001 N.W. 50th Street
Suite W-3
Sunrise, FL 33351

The undersigned Incorporator has executed these Articles of Incorporation on this 11th
day of April, 1997.


Robert Carmel

Prepared by: Avi Carmel, Esq., Florida Bar No. 0764530, Carmel & Bijou, P.A. 100 N.
Biscayne Blvd. #2800, Miami, FL 33132 - (305) 577-8600

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TALLAHASSEE, FLORIDA

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EMPIRE CORPORATE KIT

APR-11-1997 16:42

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

97 APR 14 AM 11:44

Pursuant to the provision 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/register agent, in the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the corporation is : MICROTEK HOLDINGS CORP.

The name and address of the registered agent is:

Robert Carmel
10001 N.W. 50th Street
Suite W-3
Sunrise, FL 33351

Having been named registered agent for the stated corporation, I hereby accept the appointment as a registered agent and I am familiar with and accept the obligation of my position.



Robert Carmel
April 11, 1997

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