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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FAX #:

FROM: FERNAND LAMOTHE, INC.
105057001570

ACCT#:

CONTACT: FERNAND LAMOTHE
PHONE: (954)768-9548
(954)768-9775

FAX #:

NAME: ALPHA MANAGEMENT OF USA CORP.

AUDIT NUMBER.....H97000007629

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

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ARTICLES OF INCORPORATION
OF
ALPHA MANAGEMENT OF USA CORP.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the corporation shall be: "Alpha Management of USA Corp."

ARTICLE 11 PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is:

721 S.E. 17th Street
Ft. Lauderdale, Fl. 33316

ARTICLE 111 CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is Twenty Five Thousand (25,000) shares of Common Stock, par value \$1.00 per share and Twenty Five Thousand (25,000) preferred and redeemable shares of non-voting Stock, with a par value of \$1.00 each.

May be paid for inproperty, labor, services or cash, at a just calculation to be fixed by the shareholder, all such stock shall be fully paid and non assessable.

ARTICLE 1V PURPOSE

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

FERNAND LAMOTHE
721 S.E. 17th STREET
FORT LAUDERDALE, FL.
33316
PHONE 954-768-9548

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TALLAHASSEE, FLORIDA
MAY 10 10:59

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ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Jacques Roland
721 S.E. 17th Street
Ft. Lauderdale, Fl. 33316

ARTICLE VI INCORPORATOR

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

Jacques Roland
721 S.E. 17th Street
Ft. Lauderdale, Fl. 33316

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the initial President, Secretary is: Jacques Roland President, Secretary, he live at:

7765, Lebourgeois
Charlesbourg, Quebec, Canada
G1H 4A1

The undersigned has executed the Articles of Incorporation this 01 day of May, 1997.



By: Jacques Roland, President.

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**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for Corporation, at place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: May 01, 1997.



Jacques Roland
Registered Agent

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