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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ARCHER CAPITAL INC.

AUDIT NUMBER.....H97000010038

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

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION
OF
ARCHER CAPITAL INC.

The incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

The name of the corporation is:

Archer Capital, Inc.

ARTICLE II
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of one Dollar (\$1.00) per value common stock.

ARTICLE IV
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION

The principal office and mailing address of this corporation is:

2605 South University Drive
Suite #107
Davie, Florida 33328

Prepared by: Susan J. Hahn, Esq.
Bar No. 0908762
444 Brickell Avenue
Suite #6161
Miami, Florida 33131
Tel. (305) 374-8008

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**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Mr. Karl Martel
9423 Chelsea Dr. North
Plantation, Fl. 33324

**ARTICLE VI
PRE-EMPTIVE RIGHTS**

Each shareholder of the Corporation shall have full pre-EMPTIVE rights to acquire proportional amounts of the Corporations unissued shares upon the decision of the Board of Directors to issue shares.

**ARTICLE VII
INCORPORATOR**

The name and street address of the Incorporator is:

Mr. Karl Martel
9423 Chelsea Dr. North
Plantation, Fl. 33324

**ARTICLE VIII
INITIAL BOARD OF DIRECTORS**

This corporation shall have One (1) Director initially. The number of Directors may be either increase or diminish from time to time by the By-laws, but shall never be less than One (1). The name and address of the initial Directors of this corporation is:

Name
Mr. Klaus Peter Weyers, President
Mr. Dirk Mohrmann, Vice President

Address
Plantation, Florida
Plantation, Florida

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ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this sixteenth day of January, 1997


Karl Martel, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he/she is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.


Karl Martel, Registered Agent

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TALLAHASSEE, FLORIDA

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