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FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: AMBtRICHEM INTERNATIONAL, INC.
AUDIT NUMBER.....H97000014050
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 5
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ARTICLES OF INCORPORATION OF

AMERICHEM INTERNATIONAL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - Name and Address:

The name of the Corporation shall be

AMERICHEM INTERNATIONAL, INC.

The address of the initial principal office of the corporation shall be 800 West Oakland Park Boulevard, Suite #211, Fort Lauderdale, FL 33311, and the mailing address shall be the same.

ARTICLE II - Nature of Business:

This 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, county, territory or nation.

ARTICLE III - Capital Stock:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 per share, par value.

ARTICLE IV - Registered Agent:

The Street Address of the initial registered office of the corporation shall be 3284 North State Road 7, Lauderdale Lakes, Florida 33319, and the name of the initial registered agent of the corporation at that address shall be Joseph K. Nofil, C.P.A., P.A.

Prepared by:

Joseph K. Nofil, C.P.A., P.A.
3284 North State Road 7
Lauderdale Lakes, FL 33319
(954) 484-5533

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ARTICLE V - Term of Existence:

The corporation is to exist perpetually.

ARTICLE VI - Officers and Directors:

This corporation shall have two officers and two directors, initially. The names and street addresses of the initial officers and directors who shall hold office for the first year of the corporation, or until their successor is elected or appointed are:

Vincent Favuzza	President
811 West Oakland Park Blvd., #2F	Secretary
Fort Lauderdale, FL 33311	

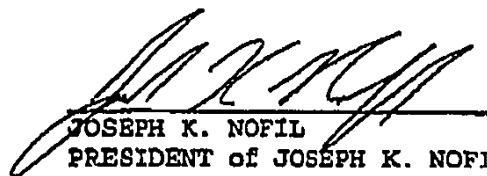
Mario Lucian	Vice President
811 West Oakland Park Blvd., #2F	Treasurer
Fort Lauderdale, FL 33311	

ARTICLE VII - Incorporator:

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

Joseph K. Nofil, C.P.A., P.A.
3284 North State Road 7
Lauderdale Lakes, FL 33319

IN WITNESS WHEREOF, the undersigned has hereunto set his hand, on this 25th day of August, 1997.



JOSEPH K. NOFIL
PRESIDENT of JOSEPH K. NOFIL, C.P.A., P.A.
(REGISTERED AGENT)

Prepared by:

Joseph K. Nofil, C.P.A., P.A.
3284 North State Road 7
Lauderdale Lakes, FL 33319
(954) 484-5533

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ARTICLE VIII - Code Section 1244 Stock

All stock issued by this corporation shall be deemed to be "small business stock" as defined by Internal Revenue Code Section 1244.

ARTICLE IX - Registered Agent

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.


JOSEPH K. NOFIL

PRESIDENT of JOSEPH K. NOFIL, C.P.A., P.A.
(REGISTERED AGENT)

Prepared by:

Joseph K. Nofil, C.P.A., P.A.
3284 North State Road 7
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(954) 484-5533

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the
following is submitted, in compliance with said Act:

First That AMERICHEM INTERNATIONAL, INC.

desiring to organize under the laws of the State of Florida
with its principal office as indicated in the articles of
incorporation at the City of Fort Lauderdale, County of
Broward, State of Florida has named Joseph K. Nofil, C.P.A.,
P.A., located at 3284 North State Road 7, City of Lauderdale
Lakes, City of Broward, State of Florida, as its agent to
accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the
above stated corporation, at place designated in this
certificate. I hereby accept to act in this capacity, and
agree to comply with the provision of said Act relative to
keeping open said office.


JOSEPH K. NOFIL

PRESIDENT of JOSEPH K. NOFIL, C.P.A., P.A.
(REGISTERED AGENT)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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