

P97000075200

S

8:50 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000014318 4))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: HEMISPHERE POWER CORPORATION

AUDIT NUMBER.....H97000014318

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:02:17

57 AUG 29 11:03:37
FBI - MIAMI

(4) H97000014318

ARTICLES OF INCORPORATION
OF
HEMISPHERE POWER CORPORATION

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida and hereby adopts the following Articles of Incorporation.

ARTICLE 1: NAME

The name of the corporation shall be: HEMISPHERE POWER CORPORATION. The address of the principal office of this corporation shall be 4801 S. University Drive, 2nd fl., Davie, FL 33328 and the mailing address of the corporation shall be the same.

ARTICLE 2: 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, country, territory or nation.

ARTICLE 3: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

PREPARED BY:
ARNOLD PERLSTEIN, ESQ.
FLORIDA BAR NO. 270911
4801 S. UNIVERSITY DRIVE
2nd FLOOR
DAVIE, FL 33328
(954) 389-0170

H97000014318

FILED
IN CLERK'S OFFICE
DAVIE, FLORIDA

97 AUG 29 AM 10:37

H97000014318

ARTICLE 4: REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 4801 S. University Drive, Davie, FL 33328, and the name of the initial registered agent of the corporation shall be Arnold Perlstein, Esq.

ARTICLE 5: TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE 6: BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four (4) Directors initially. The names and addresses of the initial members of the Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
IRA ALWEISS	225 W. 21 St. Hialeah, FL 33010
ALAN ALWEISS	4801 S. University Drive Davie, FL 33328
ISADORE COHEN	3345 Dockside Drive Cooper City, FL 33026
SALVATORE FIRRITO	3543 Estepona Ave. Miami, FL 33178

ARTICLE 7: INCORPORATOR

The name and street address of the incorporator to these

H97000014318

4970000/4318

Articles of Incorporation:

ARNOLD PERLSTEIN, ESQ.
4801 S. UNIVERSITY DRIVE, 2nd Fl.
DAVIE, FL 33328

IN WITNESS WHEREOF, the undersigned incorporator has
hereunto set his hand and seal on August 28, 1997.


ARNOLD PERLSTEIN

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF
INCORPORATION

ARNOLD PERLSTEIN, ESQ., an individual residing in this
state, having a business office identical with the registered
office of the corporation named below, and having been designated
as the registered agent in the above and foregoing Articles of
Incorporation of HEMISPHERE POWER CORPORATION, and is familiar
with and accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

Dated this 28th day of August, 1997


ARNOLD PERLSTEIN, ESQ.

97 AUG 29 11:10:37
Ft. Meigs, FL 33604

4970000/4318