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AME: ALL-TECH IMPORT & EXPORT, INC.

AUDIT NUMBER.....H97000016708

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

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 8, 1997

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

Article 7 states there will be 2 director(s), whereas NONE is/are listed.

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Becky McKnight
Document SpecialistFAX Aud. #: H97000016708
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CERTIFICATE OF INCORPORATION
OF
ALL-TECH IMPORT & EXPORT, INC.

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TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation each a natural person competent to contract, hereby associate themselves together to form a corporation under the law of the State of Florida.

ARTICLE I. NAME

The name of this corporation is : All-Tech Import & Export, Inc.

ARTICLE II. NATURE OF THE BUSINESS.

The general nature of this business to be transacted by this corporation is any legal business in the State of Florida or in the United States.

To conduct business in , have one or more offices in and sell, import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents , franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate in debtment as required.

Prepared by: Carlos Solano
1235 Alton Rd.
Miami Bch., FL 33139
(305) 674-1681

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To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares or the capital stock of, or any bonds, securities, or other evidences or indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the rights to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 100 (One Hundred) shares of common stock having a nominal of \$250.00 Par/ value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business and deposit into a bank account is \$ 1,000.00 (One Thousand 0/100).

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The Initial post office address of this corporation in the State of Florida is: 1865 79th Cswy #6M - North Bay Village, Fl. 33141. The board of directors

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may from time to time move the principal office to any other office in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. SUBSCRIBERS & DIRECTORS

The name and post office address of each subscriber and director to these Articles of Incorporation are:

Christopher J Alexander Dos Santos President
1865 79th Cswy #6M- North Bay Village Fl. 33141.

Jerry F. Beckner Jr. Secretary
1865 79th Cswy #6M- North Bay Village Fl. 33141.

ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

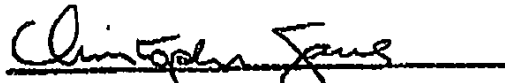
The registered office shall be at 1865 79th Cswy #6M- North Bay Village , Fl. 33141, and the registered agent being Christopher J. Alexander Dos Santos.

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ARTICLE X. AMENDMENT

This Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the board stockholders meeting by a majority of the stock entitled to vote thereon.



Christopher J. Alexander Dos Santos
President



Jerry F. Beckner Jr.
Secretary

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE OR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON PROCESS MAY BE SERVED.**

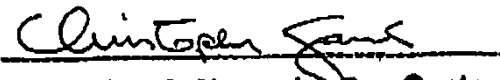
In compliance with Section 607.34 Florida Statutes, the following is
submitted, in compliance with said act:

FIRST: That, All-Tech Import & Export, Inc. desiring to organize or
qualify under the laws of the State of Florida with its principle office, as
indicated in the articles of incorporation at city of Miami, county of
Dade, and state of Florida has hereby named Christopher J.
Alexander Dos Santos of 1865 79th Cswy#6- North Bay Village, Fl.
33141, as its agent to accept services of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate.

I hereby agree to act in this capacity, and I further agree to comply
with the provision of said act relative to keeping open said office.



Christopher J. Alexander Dos Santos.
Register Agent.

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STATE OF FLORIDA

) SS

COUNTY OF DADE

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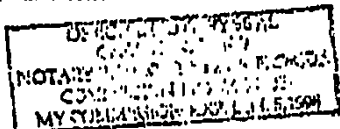
I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appeared, Christopher J. Alexander Dos Santos and Jerry F Beckner Jr. of All-Tech Import & Export, Inc. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles on Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 6th day of the month of October, 1997.


NOTARY PUBLIC SEAL

MY COMMISSION EXPIRES:



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