

10/27/97

FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY

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CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: CIPHER TECH, INC.

AUDIT NUMBER.....H97000017815

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

CERT. OF STATUS..0

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**ARTICLES OF INCORPORATION
OF
CIPHER TECH, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I: NAME:

The name of this corporation is:
CIPHER TECH, INC.

ARTICLE II: NATURE OF BUSINESS

The general nature of the business and the object and purposes to be transacted and carried on are:

To conduct any and all business not prohibited by the laws of the United States and the State of Florida.

And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

And, further, to borrow or raise money for any purpose of the company, and to secure the same interest, or for other purposes, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bill exchange, promissory notes or their obligations or negotiable instruments.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is:

500 SHARES @ \$1.00 A SHARE

Prepared by:

GASTON BARROCA/ACCOUNTANT

1901 S.W. 99TH CL.

MIAMI, FLORIDA 33165

(305) 552-8596

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ARTICLE IV: AMOUNT OF CAPITAL

The amount of capital with which this corporation will begin business is not less than \$500.00.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence

ARTICLE VI: ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is:

3120 S.W. 139TH AVENUE
MIAMI, FLORIDA 33175

The Board of Director(s) may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States.

ARTICLE VII: DIRECTOR(S)

This corporation shall have (2) director(s) initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII: INITIAL BOARD OF DIRECTOR(S)

The name(s) and Post office address(es) of the number(s) of the first Board of Directors(s), who subject to the provisions of the Certificate of Incorporation, by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his/their successor(s) are elected and have qualified, are:

Salvador Bon Mitrani-President/Director
3120 S.W. 139th Avenue
Miami, Florida 33175

Rolando Roque Quevedo-Vice-President/Director
495 West 12th Place
Hialeah, Florida 33013

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ARTICLE IX: SUBSCRIBERS

The name(s) and post office address(es) of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof, are:
Salvador Ben Mitrani-250 shares @ \$1.00 a share
3120 S.W. 139th Avenue
Miami, Florida 33175

Rolando Roque Quevedo-250 shares @ \$1.00 a share
495 West 12th Place
Hialeah, Florida 33013

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TALLAHASSEE, FLORIDA

ARTICLE X: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors.

ARTICLE XI: DESIGNATION OF REGISTERED RESIDENT

AGENT Salvador Ben Mitrani residing at 3120 S.W. 139th Avenue, Miami, Florida 33175 is hereby named registered resident agent for this corporation to be its agent and to accept service of process within the State of Florida at this registered office.

ACKNOWLEDGMENT

Having been named to accept service of process for CIPHER TECH, INC. at the place designated before in this Article, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.


SALVADOR BEN MITRANI-REGISTERED AGENT

WE, THE UNDERSIGNED, being the original subscriber(s) to the capital stock herein above named for the purpose of forming a corporation for profit to do business both within and without

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the State of Florida, do hereby make, subscribe acknowledge and
file this Certificate, hereby declaring and certifying that
the facts herein stated are true, and do respectively agree to
take the number of shares of stock herein above set forth as to
me, and accordingly have hereunto set my hand and seal this

24 day of OCTOBER, 1997 .



SALVADOR BEN MITRANI-SUBSCRIBER



ROLANDO ROQUE QUEVEDO-SUBSCRIBER

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