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ACCOUNT NO. : 072100000032

REFERENCE : 571687 7138253

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : \$ 70.00

ORDER DATE : October 20, 1997

ORDER TIME : 4:19 PM

ORDER NO. : 571687-005

CUSTOMER NO: 7138253

300002333043--1

CUSTOMER: Mr. Giuliano Volpe
MR. GIULIANO VOLPE

Apartment 109
1550 S.w. 104 Path
Miami, FL 33174

DOMESTIC FILING

NAME: XPERTECH CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS:

FILED
97 OCT 29 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 OCT 29 PM 2:00
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SN OCT 29 1997

FILED

97 OCT 29 PM 2:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

XPERTECH CORP.

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

ARTICLE I. NAME

The name of the corporation shall be:

XPERTECH CORP.

The address of the principal office of this corporation shall be 1550 Southwest 104 Path, Apartment 109, Miami, Florida 33174 and the mailing address of the corporation 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, country, 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 no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1550 Southwest 104 Path, Apartment 109, Florida 33174, and the name of the initial registered agent of the corporation at that address is Giuliano Volpe.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the 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 one Director, initially. The name and address of the initial member of the Board of Directors are:

Giuliano Volpe 1550 Southwest 104 Path, Apartment 109
Miami, Florida 33174

ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on October 21, 1997.


Its Agent, Karen B. Rozar
Incorporator

LH/STEPHANIE STSCHERBAN

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

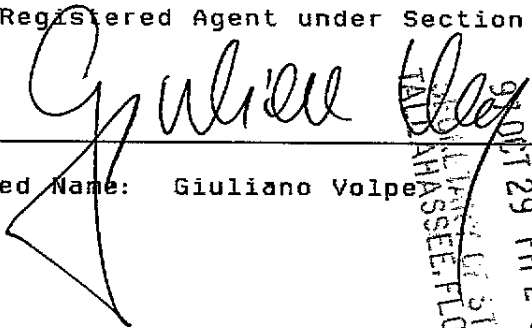
Giuliano Volpe, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

XPERTECH CORP.

Giuliano Volpe is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: _____

Typed Name: Giuliano Volpe



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