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GARY KHUTORSKY

November 24, 1997

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*****70.00 *****70.00

VIA FEDERAL EXPRESS

Ms. Sandra B. Mortham
Secretary of State
The Capitol
Tallahassee, Fl. 32399-0001

RE: Articles of Incorporation of AM GROUP, INC.

Dear Ms. Mortham:

Enclosed please find the original and one copy of the Articles of Incorporation of AM GROUP, INC., with the attached Certificate Designating the Agent for the Service of Process for this corporation. A check for the filing fee and for the designation of agent fee in the amount of \$70.00 is also enclosed.

Please return the necessary documentation and copies of applicable documents to the undersigned in the enclosed pre-addressed FedEx envelope.

Very truly yours,

Gary Khutorsky
GARY KHUTORSKY

GK
enclosures

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 1, 1997

GARY KHUTORSKY, ESQUIRE
9130 SOUTH DADELAND BOULEVARD
TWO DATRAN CENTER - PH I & PH II
MIAMI, FL 33156

SUBJECT: AM GROUP, INC.
Ref. Number: W97000026751

We have received your document for AM GROUP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 497A00056666

LAW OFFICES
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GARY KHUTORSKY

December 8, 1997

VIA FEDERAL EXPRESS

Ms. Dana Calloway
Document Specialist
Secretary of State
The Capitol
Tallahassee, Fl. 32399-0001

RE: Articles of Incorporation of AM GROUP, INC.

Dear Ms. Calloway:

Enclosed please find the original and one copy of the Articles of Incorporation of DORCH, INC., with the attached Certificate Designating the Agent for the Service of Process for this corporation. This is a resubmission of an earlier document which was returned by you because the initial choice of the corporate name was not available. A copy of your letter is enclosed.

Please return the necessary documentation and copies of applicable documents to the undersigned in the enclosed pre-addressed FedEx envelope.

Very truly yours,


GARY KHUTORSKY

GK
enclosures

FILED
97 DEC 10 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DORCH, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name and initial address of this corporation shall be:

DORCH, INC.
16580 N.W. 10th Ave.
Miami, Fl. 33169

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The Capital stock authorized, the par value thereof, and the characteristic of such stock shall be as follows:

# of Shares Authorized	Par Value Per Share	Class of Stock
5	\$ 1.00	Common

All of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

Upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, every stockholder of this corporation shall have the preemptive right to purchase his pro-rata share thereof at the price at which it is offered to others, whether or not in excess of par. Fractional share need not be issued on account of this provision.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at: 16580 N.W. 10th Ave., Miami, Florida 33169, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial Registered Agent at that address shall be: MIKHAIL GRABOIS.

ARTICLE VI

This corporation shall have at least one director, with the

exact number to be specified by the stockholders from time to time unless the stockholders shall, by majority vote thereof, determine that the corporation be managed by the stockholders.

ARTICLE VII

The names and addresses of the first directors and officers of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

<u>Name</u>	<u>Title</u>	<u>Address</u>
MIKHAIL GRABOIS	Director	16580 N.W. 10th Ave. Miami, Fl. 33169
ASIA INKER	Director	16580 N.W. 10th Ave. Miami, Fl. 33169
VLADIMIR VOROTNIKOV	Director	2640 N.E. 135 st #116 N. Miami, Fl. 33182
ASIA INKER	President	16580 N.W. 10th Ave. Miami, Fl. 33169
MIKHAIL GRABOIS	Vice President	16580 N.W. 10th Ave. Miami, Fl. 33169
VALERIJ KODRU	Secretary	2640 N.E. 135 st #116 N. Miami, Fl. 33182

ARTICLE VIII

The name and address of the incorporator is:

MIKHAIL GRABOIS
16580 N.W. 10th Ave.
Miami, Fl. 33169

ARTICLE IX

Private property of the stockholders shall not be subject to the payment of the corporate debts in any extent.

ARTICLE X

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

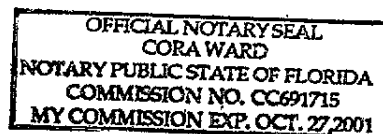
IN WITNESS WHEREOF, I, the undersigned being the incorporator herein before named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunder set my hand and seal this 8th day of Dec, 1997.

Mikhail Grabois
MIKHAIL GRABOIS

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 8th day of December 1997.

Cora Ward
Notary Public
State of Florida at Large



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

In compliance with the laws of the State of Florida, the
following is submitted:

DORCH, INC., desiring to organize under the laws of the State
of Florida, has named MIKHAIL GRABOIS, 16580 N.W. 10th Ave., Miami,
Fl. 33169, County of Dade, State of Florida as its statutory
registered agent.

Having been named the statutory agent of the above corporation
at the place designated in the certificate, I hereby accept the
same and agree to act in this capacity, and agree to comply with
the provisions of Florida law relative to keeping the registered
office open.

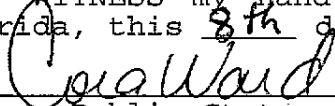
Dated this 8th day of Dec, 1997.

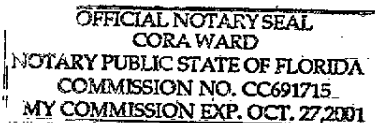

MIKHAIL GRABOIS
REGISTERED AGENT

State of Florida)
County of Dade)

BEFORE ME, the undersigned authority, personally appeared
Mikhail Grabois, known to me to be the person described in and
who executed the foregoing Articles of Incorporation and
acknowledged before me that he executed same freely and voluntarily
for the purpose herein stated.

WITNESS my hand and official seal at Miami, Dade County,
Florida, this 8th day of December, 1997.


Notary Public State of Florida.



FILED
97 DEC 10 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA