

*The Law Office of*  
**William A. Johnson, P.A.**  
*Attorney-at-Law*  
*Imperial Plaza*

6767 N. Wickham Road, Suite 400F  
Melbourne, Florida 32940  
tel: (407) 253-1660 & 253-1915  
fax: (407) 259-1660

P98000020874

800002446648--6  
-03/04/98--01039--005  
\*\*\*\*122.50 \*\*\*\*122.50

March 2, 1998

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam:

Please file the enclosed articles of incorporation. The filing fee of \$122.50 is included. After filing, please return the articles to this office.

Thank you for your cooperation.

Sincerely,



William A. Johnson

enclosures

FILED  
98 MAR -4 AM 8:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OB  
3-5-98

**ARTICLES OF INCORPORATION**  
**OF**  
**TECHNOLOGY ENGINEERING GROUP AMERICA, INC.**

**FILED**  
98 MAR -4 AM 8:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these articles of incorporation adopt these articles to form a corporation under the Florida Business Corporation Act, F.S. Chapter 607, and other laws of the State of Florida.

**ARTICLE I**  
**Name**

The name of the corporation is **Technology Engineering Group America, Inc.**

**ARTICLE II**  
**Principal Office**

The initial principal office and mailing address of this corporation are

6767 N. Wickham Rd., Suite 400F  
Melbourne, FL 32940

**ARTICLE III**  
**Purpose**

The corporation may engage in any activity or business permitted under the laws of the United States and this state.

**ARTICLE IV**  
**Terms of Existence**

The corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

**ARTICLE V**  
**Capital Stock**

The capital stock of the corporation shall be 500,000 shares of common stock having a par

value of \$0.001 per share. Each share of common stock shall have one (1) vote.

**ARTICLE VI**  
**Registered Office and Agent**

The name and address of the initial registered office of this corporation is:

William A. Johnson  
6767 N. Wickham Road, Suite 400F  
Melbourne, Florida 32940

**ARTICLE VII**  
**Board of Directors**

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors is:

William A. Johnson  
6767 N. Wickham Road, Suite 400F  
Melbourne, Florida 32940

**ARTICLE VIII**  
**Officers**

The name and address of the initial officer of the corporation, who will hold office until his successor is duly elected and qualified is:

William A. Johnson  
6767 N. Wickham Road, Suite 400F  
Melbourne, Florida 32940  
President, Secretary, Treasurer

**ARTICLE IX**  
**Subscribers**

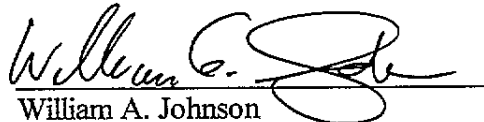
The name and address of the person signing these articles of incorporation as a subscriber is:

William A. Johnson  
6767 N. Wickham Road, Suite 400F  
Melbourne, Florida 32940

**ARTICLE X**  
**Amendment**

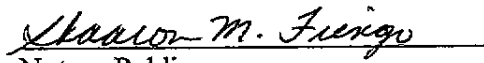
The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on 5/2/98.

  
William A. Johnson

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing articles of incorporation were acknowledged before me on March 2, 1998 by William A. Johnson.

  
Notary Public  
My Commission Expires: Jan. 6, 2001  
(Seal)



Shaaron M. Fiengo  
MY COMMISSION # CC594508 EXPIRES  
January 6, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

## ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

William A. Johnson  
RESIDENT AGENT

STATE OF FLORIDA                    )  
  ) ss  
COUNTY OF BREVARD            )

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared William A. Johnson, known to me personally and to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the above acceptance of designation as resident agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 2 day of March, 1998

Shaaron M. Fiengo  
SIGNATURE OF NOTARY PUBLIC

Shaaron M. Fiengo  
Typed Name of Notary  
Address: 6767 N. Wickham Rd #400  
Melbourne, FL 32940

My commission expires:



Shaaron M. Fiengo  
MY COMMISSION # CC594508 EXPIRES  
January 6, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

FILED  
08 MAR -4 AM 8:38  
RECEIVED  
TALLAHASSEE, FLORIDA