

TRANSMITTAL LETTER

P98000042970

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

700002518277--8
-05/11/98-01030-011
***131.25 ***131.25

SUBJECT: MagniTech Consultants, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Elma L. Alvarez
Name (Printed or typed)

P.O. Box 655243
Address

MIAMI, FL 33265-5243
City, State & Zip

305-270-3358
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAY 11 AM 8:17

FILED

Dmc
5/13/98

NOTE: Please provide the original and one copy of the articles.

FILED

98 MAY 11 AM 8:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

MagniTech Consultants, Inc. A FLORIDA CORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation:

ARTICLE I
NAME

The name of this corporation is MagniTech Consultants, Inc. a Florida corporation, and its principal office is located at P.O. Box 655243
MIAMI, FL 33265-5243.

ARTICLE II
PURPOSE

This corporation is organized for the purpose of operating and transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III
TERM OF EXISTENCE

This Corporation shall have a perpetual existence.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 3 shares of common stock with a par value of \$1.00.

ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation and the name of the registered agent of this corporation is
Martha E. Gutierrez
1595 S.W. 143 CT.
MIAMI, FL 33184-3508

ARTICLE VII
BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as prescribed by the bylaws, but shall never be less than one (1). The initial director of this corporation is:

Elma L. Alvarez
Martha E. Gutierrez
Maria Eugenia Martinez

ARTICLE VIII
OFFICERS

The corporation shall have a President, a Secretary, and a Treasurer and may have additional and assistant officers including, without limitation thereto, one or more Vice Presidents, Assistant Secretaries, and Assistant Treasurers. A person may hold more than one office at one time. Such officers shall be elected by the Board of Directors. The Board may remove any or all of the officers from office, with or without cause, and at such time as the Board may determine. The names and addresses and positions of the persons who serve as the initial officers of the Corporation are as follows:

Elma L. Alvarez, President, Secretary, Treasurer
Martha E. Gutierrez, President, Secretary, Treasurer
Maria Eugenia Martinez, President, Secretary, Treasurer

ARTICLE IX
INCORPORATOR

The name and address of the person signing these articles is:

Elma L. Alvarez, P.O. Box 655243, MIAMI, FL 33265-5243
Martha E. Gutierrez, P.O. Box 655243, MIAMI, FL 33265-5243
Maria Eugenia Martinez, P.O. Box 655243, MIAMI, FL 33265-5243

ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process of the above-styled corporation, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.

Martha E. Gentry

Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA