

# CAPITAL CONNECTION, INC.

• 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P98000050731

Transfer Technology International  
USA, Inc.

300002548953--2  
-06/05/98--01071--007  
\*\*\*\*245.00 \*\*\*\*122.50

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<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
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<input type="checkbox"/>	Dissolution / Withdrawal	
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<input type="checkbox"/>	Certificate of Good Standing	
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FILED  
98 JUN -5 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
98 JUN -5 AM 11:26  
DIVISION OF CORPORATION

98 6-5-98

Two Filings

EFFECTIVE DATE  
6-3-98

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

# ARTICLES OF INCORPORATION

OF

EFFECTIVE DATE

6-3-98

## TRANSFER TECHNOLOGY INTERNATIONAL USA, INC.

### ARTICLE I - NAME.

The name of this corporation is TRANSFER TECHNOLOGY INTERNATIONAL USA, INC.

FILED  
98 JUN -5 PM 3:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLE II - DURATION.

This corporation is to have perpetual existence beginning with the date of subscription and acknowledgment of these Articles of Incorporation which is June 3, 1998.

### ARTICLE III - PURPOSE.

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and of the State of Florida.

### ARTICLE IV - CAPITAL STOCK.

This corporation is authorized to issue 5,000,000 shares of common stock at \$0.01 par value per share.

## **ARTICLE V - PREEMPTIVE RIGHTS.**

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After the initial issue of common stock by this corporation, every shareholder, upon the sale for cash or other property, whether tangible or intangible or for labor or services actually performed for the corporation ( the consideration) of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro-rata share of the stock of this corporation (as nearly as may be done without issuance of fractional shares) at the cash price determined by the Board of Directors at which time the stock would be issued to others for the consideration to be given by the other.

## **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT.**

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The street address of the initial registered office of this corporation is 1255 Biscayn Boulevard, North Miami, Florida 33181 and the name of the corporations initial registered agent is Kenneth Suhandron.

## **ARTICLE VII - PRINCIPAL OFFICE.**

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The corporation's principal office and mailing address is:

**1255 Biscayne Boulevard, Noth Miami, Florida 33181**

## **ARTICLE VIII - FIRST BOARD OF DIRECTORS.**

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This corporations first Board of Directors shall consist of one Director. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The name and address of the initial Directors of this corporation are:

**Peter Galdi, 1255 Biscayne Boulevard, North Miami, Florida 33181**

**Peter Sebestyen, 19323 Sabal Lake Drive, Boca Raton, Florida 33434**

**Reinhard Weninger, 19317 Sabal Lake Drive, Boca Raton, Florida 33434**

**Kenneth Suhandron, 2000 Banks Road 222, Margate, Florida 33063**

**ARTICLE IX - INCORPORATOR.**

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

Peter Galdi  
1255 Biscayne Boulevard  
North Miami , Florida  
33181

**ARTICLE X - CUMULATIVE VOTING.**

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At each election for Directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of shares, or by distributing such votes on the same principal among any number of such candidates.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on June 3rd, 1998.

  
\_\_\_\_\_  
Peter Galdi, as Incorporator

EFFECTIVE DATE  
6-3-98

Kenneth Suhandron hereby accepts his designation as the Registered Agent of Transfer Technology International USA, Inc. and hereby agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties as Registered Agent.

Executed on June 3rd, 1998.

  
\_\_\_\_\_  
Kenneth Suhandron, as Registered Agent

FILED  
98 JUN -5 PM 3.19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA