

P98000060315



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 879968 4372512

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ 70.00

ORDER DATE : July 2, 1998

ORDER TIME : 8:33 AM

ORDER NO. : 879968-005

CUSTOMER NO: 4372512

000002581710--7

CUSTOMER: Gregg E. Jaclin, Esq
RICHARD I. ANSLOW, ESQ.

Freehold Office Plaza
4255 Route 9 Suite D
Freehold, NJ 07728

DOMESTIC FILING

NAME: ~~ACH HOLDING 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: Tamara Odom

EXAMINER'S INITIALS:

2544
W98-15422

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -7 AM 10:55

RECEIVED
98 JUL -7 AM 11:55
JUL 8 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -7 AM 10:55

July 7, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ACH HOLDING CORP.
Ref. Number: W98000015422

We have received your document for ACH HOLDING CORP. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 298A00036346

RESUBMIT

Please give original
submission date as filing date.

98 JUL -7 AM 9:48
DIVISION OF CORPORATIONS

RECEIVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -7 AM 10:55

ARTICLES OF INCORPORATION
OF

ACH HOLDING OF NEW YORK 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:

ACH HOLDING OF NEW YORK CORP.

The address of the principal office of this corporation shall be 629 5th Avenue, Pelham, New York 10803, 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 60,000,000. The shares of preferred stock are 10,000,000 having \$.0001 par value per share. The shares of common stock 50,000,000 having \$.0001 par value per share. per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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:

William R. Doniger
Director

629 5th Avenue,
Pelham, New York 10803

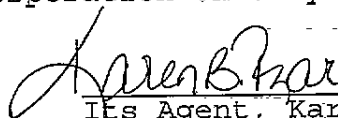
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -7 AM 10:55

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

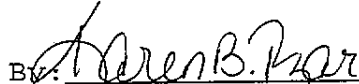
The undersigned incorporator has executed these Articles of Incorporation on July 7, 1998.



Its Agent, Karen B. Rozar
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Its Agent, Karen B. Rozar

Authorized Service Representative
Corporation Service Company

BJK/TAMARA ODOM