

P9800000 64539

Secretary of State  
Corporate Records Bureau  
P.O.Box 6327  
Tallahassee, FL 32301

Re: THINERGISTICS, INC.

We enclose the original and one copy of the Articles of Incorporation for THINERGISTICS, INC. and a check for \$122.50 to cover filing fees.

If the documents are in order, I would appreciate your filing the original and certifying the copy for our records.

If there are any questions please call HECTOR IRIZARRY at 305-385-5302.

Sincerely,

*Hector Irizarry*

PLEASE SEND PAPERWORK TO  
Hector Irizarry  
14723 SW 112 Terrace  
MIAMI, FL 33196

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-07/20/98--01090--015  
\*\*\*\*122.50 \*\*\*\*122.50

APPROVED  
AND  
FILED  
98 JUL 20 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK JUL 22 1998

APPROVED  
AND  
FILED

98 JUL 20 PM 3:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
THINERGISTICS, INC.

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

Article I  
NAME

The name of this Corporation shall be THINERGISTICS, INC.

Article II  
Nature of Business

The general nature of the business and activities to be transacted and carried on by this Corporation are as follows:

To carry on any and all legal business in the State of Florida, including but not limited to investments in real estate. In addition the Company may borrow or lend money, and make investments in securities and real estate.

ARTICLE III  
STOCK

The authorized capital stock of this Corporation shall consist of 5,000,000 shares of Common stock with a par value of \$.001 per share. The stock may be issued for any value deemed appropriate by the Board of Directors, but in no event shall the issue price be less than par value.

ARTICLE IV  
INCORPORATOR

The name and street address of the Incorporator of this Corporation is as follows:

HECTOR IRIZARRY  
14723 SW 112 TERRACE  
MIAMI, FL 33196

ARTICLE V  
TERM OF CORPORATE EXISTENCE

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI  
ADDRESS OF REGISTERED OFFICE AND REGISTERED AGENT

The registered agent of this Corporation is HECTOR IRIZARRY and the registered office of the Company is at 14723 SW 112TH TERRACE, MIAMI FL 33196.

ARTICLE VII  
PLACE OF BUSINESS

The initial place of business for 14723 SW 112TH TERRACE, MIAMI, FL 33196.

ARTICLE VIII  
INITIAL BOARD OF DIRECTORS

The names and addresses of the initial board of directors of this Corporation are as follows:

HECTOR IRIZARRY  
14723 SW 112 TERRACE  
MIAMI, FL 33196

ARTICLE IX  
NUMBER OF DIRECTORS

The Corporation shall have at least one member on the board of directors.

ARTICLE X  
OFFICERS

The Corporation shall have a president, vice-president, secretary and treasurer.

ARTICLE XI  
BY-LAWS

The board of directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, in any manner proscribed by law.

ARTICLE XII  
FINANCIAL INFORMATION

The Corporation shall not be required to prepare and provide a balance sheet or a profit and loss statement to its shareholders.

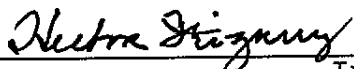
ARTICLE XIII  
INDEMNIFICATION OF OFFICERS AND DIRECTORS

The board shall indemnify and director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding.

ARTICLE XIV  
AMENDMENT

These Articles of Incorporation may be amended in any manner now or hereafter provided by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, I the undersigned, being the original subscribing incorporator, to the foregoing articles of incorporation, has set his hand this 15 DAY OF JULY 1998.



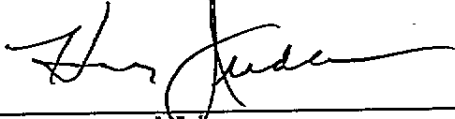
Incorporator

STATE OF FLORIDA

COUNTY OF DADE

I hereby certify that on this day personally appeared before me, the undersigned authority, HECTOR IRIZARRY known and well known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

In witness whereof, I have hereunto set my hand and affixed my official seal on this 15 day of JULY 1998.



Notary Public  
State of Florida at Lodge

My Commission Expires



**HARVEY JUDKOWITZ**  
COMMISSION # CC 451792  
EXPIRES APR 23, 1999  
BONDED THRU  
ATLANTIC BONDING CO., INC.

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

FIRST--THAT THINERGISTICS, INC. WISHING TO DO BUSINESS AND QUALIFY UNDER  
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS  
AT 14723 SW 112TH TERRACE, MIAMI FLORIDA, 33196, HAS NAMED HECTOR  
IRIZARRY, LOCATED AT 14723 SW 112 TERRACE, MIAMI, FLORIDA, 33196 AS ITS  
AGENT TO ACCEPT SERVICE OR PROCESS WITHIN FLORIDA.

  
PRESIDENT

7/15/98

DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION, AT THIS PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY  
AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

  
RESIDENT AGENT

7/15/98

DATE

APPROVED  
AND  
FILED  
98 JUL 20 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA