

P98000077/43

VORTEX INSIGHT TECHNOLOGY INTERNATIONAL &
ASSOCIATES, INC.

3851 NORTHWEST 7 PLACE
FORT LAUDERDALE, FLORIDA 33311
SIR.. CHARLES CLARE, III, PRESIDENT

March 11, 1997

State of Florida
Department of Corporations
P. O. Box
Tallahassee, Florida

800002458518-- 6
-03/16/98--01117--015
****131.25 ****131.25

Dear Sirs:

SUBJECT: Articles of Incorporation
Vortex Insight Technology, Inc.

Please find enclosed, our ASrticles of Incorporation for the Vortex Insight Technology International & Associates, Inc.. After you have reviewed the paperwork, should you find any errors, please comtact , me at the address listed above.

Afer the paperwork has been certified, please return them to:

Sir. Charles Clare, III
385I N. W. 7 Place
Ft. Lauderdale, Florida 33311

Thank you.

Very truly yours,
Sir. Charles R. Clare, III.

CR

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -8 AM 8:43
4470-1060
9-8-98
5-18-98
WS

ARTICLES OF INCORPORATION OF VORTEX INSIGHT TECHNOLOGY INTERNATIONAL & ASSOCIATES, INC.

ARTICLE 1 - NAME

The name of this corporation shall be Vortex Insight Technology International & Associates, Inc.

ARTICLE 11 - THE DURATION

The duration of this corporation is perpetual, unless voluntarily dissolved by the officers or directors, according to the laws of the State of Florida.

ARTICLE III - THE PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business in the State of Florida. Specifically, to be a diverse corporation, doing business as Shipping/Purchasing agent, Importing and Exporting goods and supplies, Selling and trading in Chemicals, Paints, Cosmetics & Cleaning Preparations, Lubricants & Fuels, Pharmaceuticals, Metal Goods, Machinery, Hand tools, Electrical & Scientific Apparatus, Medical Apparatus, Environmental control apparatus, Vehicles, Firearms, Jewelry, Musical instruments, Paper goods and printed matter, rubber goods, leather goods, Nonmetallic building materials, Furniture and articles not otherwise classified, Housewares and glass, Cordage and fibers, Yarns and Threads, Fabrics, Clothing, Fancy goods, Floor coverings, Toys and sporting goods, Meats and processed foods, Staple foods, Natural agricultural products, Light beverages, Wines and spirits, and Smoker's articles To work with any and all customers, who desire the services of this corporation, both domestically and internationally.

ARTICLE IV - AUTHORIZED STOCK

This corporation is authorized to issue five hundred (100) shares of common stocks, with a par value of One Dollar (1.00) each. Total value of stock, \$100.00.

ARTICLE V - PRE EMPTIVE RIGHTS

Every shareholder, upon the sale for cash 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 proportion share thereof, (as nearly as may be done without issuance of any fractional shares), at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT, OFFICE AND BEGINNING DATE OF BUSINESS.

The name and address of the initial registered agent of this corporation is

Ms. Florina H. Safford, AGENT

3851 N. W. 7 Place

Ft. Lauderdale, Florida 33311

(954) 587-4433

BEGINNING DATE OF BUSINESS - The date of filing with the Secretary of State,

SECRETARY OF CORP.
DIVISION OF CORP.
98 SEP -8 AM 8:43

ARTICLE VII - INITIAL BOARD OF DIRECTORS

Initially, this corporation shall have five (3) Directors/Officers. The number of Directors may be either increased or diminished, from time to time, by the By-Laws, but shall never be less than one. The names and addresses of the initial Board of Directors of this corporation are as follows:

<u>NAME/OFFICE</u>	<u>ADDRESS</u>
Sir. Charles R. Clare,III, President	P. O. Box 8135 Ft. Lauderdale, Fla. 33310 (954) 373-0440
Aanisha Y. Clare Vice Secretary	P. O. Box 8135 Ft. Lauderdale, Fla. 33310 (954) 373-0440
Rudolph F. Williams, V. President	P. O. Box 8135 Ft. Lauderdale, Fla. 33310 (954)373-0440

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is as follows:

Sir. Charles R. Clare, III, Incorporator, P. O. Box 8135, Ft. Lauderdale, Fla. 33310
(954) 261-9716.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders, is subject to this reservation.

ARTICLE X - TAX ELECTION

The Directors and Officers of this corporation, has elected to be taxes as a "Small Business Corporation", under sub chapters of the Internal Revenue Code, or such other provision of the law hereafter applicable to such election. The Directors and Officers shall execute the necessary stockholders consent, and will authorized the filing of such election and consents with the appropriate district director of the Internal Revenue Department.

ARTICLE XI - DISSOLUTION

In the event that the said corporation is dissolved, whether by agreement of the Directors and Officers, or, by a court action, the said corporation shall remain in existence, unless it is ordered otherwise, by a court decree, for the purpose of liquidation the affairs of the said corporation, and the then officers and directors of the said corporation shall continue to hold such positions and shall become the trustee, for the sole purpose of liquidating the said corporation. In such a dissolution, all of the assets of the said corporation shall be turned into cash, in such a manner as the said officers and directors, in their best judgment shall determine, and from the cash thus obtained, all the debts and obligations of the said corporation shall be fully paid. If any money of the said corporation then remain in the hands of the said officers and directors, it shall be divided among the stockholders of the said corporation.

ACKNOWLEDGEMENT

These Articles of Incorporation, signed this

_____30_____day of __March_____,1998.

Sir. Charles R. Clare, III, President Sir Charles R. Clare, III

Rudolph F. Williams, Vice President Rudolph F. Williams

Page 4

NOTARIZATION

STATE OF FLORIDA
COUNTY OF BROWARD

DATE__3/30/98__

Before me, a Notary Public authorized to take acknowledgements, in and for the State of Florida, and the County of Broward, personally appeared Charles R. Clare, personally known to me, to be the person who executed the foregoing Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed the official State Seal, in the State and County aforesaid,

On the __30TH__ day of __MARCH__, 1998



Florina H. Safford
My Commission CC603161
Expires December 17, 2000

Florina H. Safford

Florina H. Safford
NOTARY PUBLIC STATE OF FLORIDA AT
LARGE.

99999999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -8 AM 8:13

ARTICLES OF INCORPORATION

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

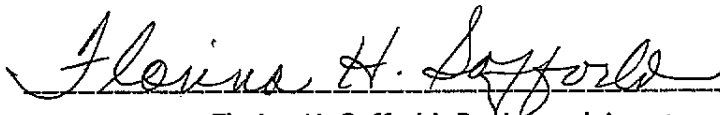
IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUS, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST, THAT "VORTEX INSIGHT TECHNOLOGY INTERNATIONAL & ASSOCIATES, INC.", DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPLE OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION AT, FORT LAUDERDALE, FLORIDA, COUNTY OF BROWARD, STATE OF FLORIDA, HAS NAMED -----

FLORINA HEPBURN SAFFORLD, 3851 N. W. 7 PLACE, FORT LAUDERDALE, FLORIDA, (954) 587-4433, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THIS PROVISION TO SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.



SEAL

Florina H. Safford, Registered Agent