

P98000085663

PLEASE SEND IT BACK TO:

RAYMOND J. PATINO
9600 N.W. 25TH STREET SUTE 6-A
MIAMI, FLORIDA 33172-1416

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W98-21746

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FILED
98 OCT -6 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 22, 1998

RAYMOND J. PATINO
9600 NW 25TH STREET
SUITE 6-A
MIAMI, FL 33172-1416

SUBJECT: NATURAL ALTERNATIVE, INC.
Ref. Number: W98000021746

We have received your document for NATURAL ALTERNATIVE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 298A00047928

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF
NEW ENERGY SOURCE, INC.

THE UNDERSIGNED, acting as subscribers of a corporation under the Florida Corporation Law, adopt the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is

NEW ENERGY SOURCE, INC.

SECOND: The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this state.

THIRD: Authorized shares. The aggregate number of shares that the corporation shall have the authority to issue is FIVE HUNDRED (500) shares of capital stock with a par value of \$1.00 per share.

Initial issued, FIVE HUNDRED (500) shares of the capital stock of the corporation shall be issued at a par value of \$1.00 per share.

Stated capital. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the board of directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No classes of stock. The shares of the corporation are not to be divided into classes.

No share in series. The corporation is not authorized to issue shares in series.

FOURTH: The amount of capital with which this corporation shall begin business is not less than five hundred (\$500.00) dollars.

FIFTH: The period of duration of the corporation is perpetual.

SIXTH: The initial street address in the State of Florida of the principal office of the corporation is 9655 SOUTH DIXIE HIGHWAY SUITE # 314 MIAMI, FLORIDA 33156

SEVENTH: The initial board of directors shall consist of (2) members, who need not be residents of the State of Florida or shareholders of the corporation.

EIGHT: The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

<u>NAME</u>		<u>ADDRESS</u>
AURA AMELIA MOTTA	SECRETARY/ TREASURE	8775 S.W. 125TH TERRACE MIAMI, FLORIDA 33176
JAQUELINE FIRMAT	PRESIDENT	5830 S.W. 51ST TERRACE MIAMI, FLORIDA 33155

NINTH: The names and addresses of the initial subscribers are as follows:

<u>NAME</u>		<u>ADDRESS</u>
AURA AMELIA MOTTA	250 SHARES	8775 S.W. 125TH TERRACE MIAMI, FLORIDA 33176
JAQUELINE FIRMAT	250 SHARES	5830 S.W. 51ST TERRACE MIAMI, FLORIDA 33155

TENTH: Three-fourths of the stockholders of the corporation shall be required for any shareholder action.

ELEVENTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the certificate of incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

TWELFTH: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the board of directors, such as the shares of the stock of this corporation as may be issued for money from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder all shares of common stock currently authorized and issued.

THIRTEENTH: The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of his or her shares, to distribute them among as many candidates as he or she may wish. Notice must be given by any shareholder to the President or a Vice President of said corporation not less than twenty four hours prior to the time set for the holding of a shareholders meeting for the election of directors that said shareholder intends to cumulate his or her vote at said election.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed these articles of incorporation at Miami, Dade County Florida, on this 16 day of SEPTEMBER, 1998.



AURA AMELIA MOTTA



JAQUELINE FIRMAT

STATE OF FLORIDA

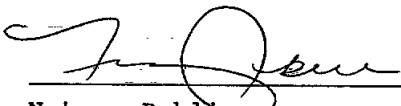
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally
appeared

AURA AMELIA MOTTA AND JAQUELINE FIRMAT

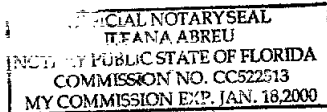
who are to me well know to be the persons described in and
who subscribed the above articles of incorporation, and they
did freely and voluntarily acknowledge to and before me
according to law that they made and subscribed the same for the
uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand
official seal at Miami, Dade County, Florida, this
16 day of SEPTEMBER, 1998.


Notary Public

My commission expires:

January 18, 2000

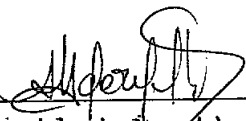


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48,901, FLORIDA
STATUTES THE FOLLOWING IS SUBMITTED:

First: That NEW ENERGY SOURCE, INC.,
desiring to organize or qualify under the law of the State
of Florida, with its principal place of business at the
City of Miami, State of Florida, has named AURA AMELIA
MOTTA, located at 8775 S.W. 125TH TERRACE
MIAMI, FLORIDA 33176 as its agent to accept
service of process within Florida.


(Resident Agent)
AURA AMELIA MOTTA

ACKNOWLEDGMENT:

Having been named to accept service
of process for the above corporation at place designated in
this Certificate, I hereby accept to act in this capacity,
and agree to comply with the provisions of said Act,
relative to keeping open said office.