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FILED

TRANSMITTAL LETTER

98 OCT 29 PM 3:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800002676198--3

-10/29/98--01099--011

*****70.00 *****70.00

SUBJECT: COMMANDER ELECTRONICS IMPORT AND EXPORT, CORP.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$70.00.

FROM:

ARNALDO DE SIQUEIRA

Name (printed or typed)

20015 N.E. 14 COURT

Address

NORTH MIAMI BEACH, FL. 33141

City, State & Zip

(305) 652-3363

Telephone Number

Note: Please provide the original and one copy of the Articles.

P. Hall

OCT 30 1998

(4)

ARTICLES OF INCORPORATION

OF

COMMANDER ELECTRONICS IMPORT AND EXPORT, CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

COMMANDER ELECTRONICS IMPORT AND EXPORT, CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

20015 N.E. 14 COURT
NORTH MIAMI BEACH, FLORIDA 33141

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED (100) SHARES OF COMMON VALUE
AT \$1.00 COST PER SHARE.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agistered agent is:

ARNALDO DE SIQUEIRA
20015 N.E. 14 COURT
NORTH MIAMI BEACH, FL. 33141

ARTICLE V INCORPORATOR(S)

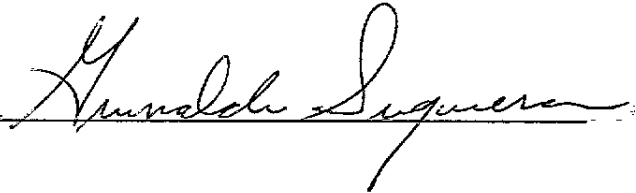
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

INCORPORATOR:

Officer(s): ARNALDO DE SIQUEIRA
President 20015 N.E. 14 COURT
NORTH MIAMI BEACH, FL. 33141

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 10th day of September, 1998

ARNALDO DE SIQUEIRA



Articles of Incorporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **COMMANDER ELECTONICS IMPORT AND EXPORP, CORP.**

2. The name and address of the registered agent and office is:

ARNALDO DE SIQUEIRA

(NAME)

20015 N.E. 14 COURT

(ADDRESS)

NORTH MIAMI BEACH, FLORIDA 33141

(CITY/STATE/ZIP CODE)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Signature


Date