

S

1:25 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H98000020546 1)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MILLENNIUM TECHNOLOGIES OF AMERICA, INC.

AUDIT NUMBER.....H98000020546

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

Connect: 00:04:29

FILED
98 NOV -4 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H98000020546

(4)

ARTICLES OF INCORPORATION

OF

MILLENNIUM TECHNOLOGIES OF AMERICA, INC.

THE UNDERSIGNED, for the purposes of forming a corporation, under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is:

MILLENNIUM TECHNOLOGIES OF AMERICA, INC.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE FOUR

The aggregate number of shares which the Corporation is authorized to issue is ONE HUNDRED (100) SHARES of common stock. Such shares shall be of a single class and shall be no par value per share.

Prepared by:
GLADYS AGUIERO, Esquire
Attorney at Law, F.B.N. 0846635
815 Ponce de Leon Blvd, 2nd Fl.
Coral Gables, Florida 33134
(305) 461-5667
Fax: (305) 461-4885

H98000020546

FILED
98 NOV -4 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H98000020546

ARTICLE FIVE

The street address of the initial office of the Corporation is:

6532 S.W. 106th Ave
Miami, Florida 33173

The name of the initial Registered Agent is:

JOHN M. COWART JR.

The address of the Registered Agent is:

6532 S.W. 106th Ave, Miami, Florida 33173

ARTICLE SIX

The number of Directors constituting the initial Board of Directors is TWO (2). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of each initial Director/Officer of the Corporation is as follows:

JOHN M. COWART JR. PRESIDENT/SECRETARY
6532 S.W. 106th Ave, Miami, Florida 33173

PRISCILLA B. GOLDSMITH VICE PRESIDENT/TREASURES
6532 S.W. 106th Ave, Miami, Florida 33173

ARTICLE SEVEN

The name and address of the incorporator is as follows:

JOHN M. COWART JR.
6532 S.W. 106TH Ave, Miami, Florida 33173

ARTICLE EIGHT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE NINE

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

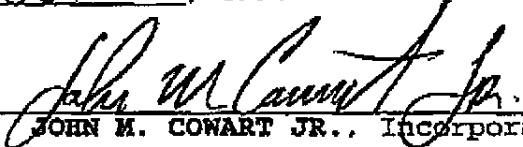
H98000020546

H98000020546

ARTICLE TEN

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 3 day of Nov., 1998.


JOHN M. COWART JR., Incorporator

STATE OF FLORIDA)
COUNTY OF MIAMI DADE)

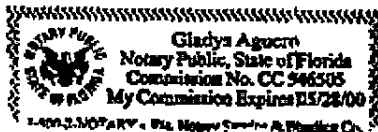
The foregoing instrument was acknowledged before me this 3 day of November 1998, by JOHN M. COWART JR., who personally appeared before me at the time of notarization, and who is personally known to me or who has produced FL Drivers Lic. as identification and who Did (did/did not) take an oath. 4-630-473-73-345-0

My Commission Expires:

NOTARY PUBLIC:

Sign 

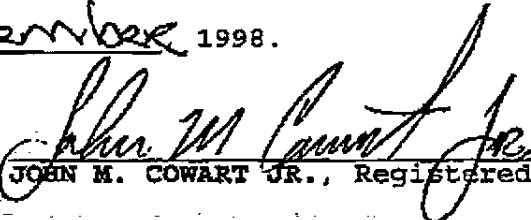
Print Gladys Aguero
State of Florida at Large



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **MILLENNIUM TECHNOLOGIES OF AMERICA, INC.**, which is contained in the foregoing Articles of Incorporation.

Dated this 3 day of November 1998.


JOHN M. COWART JR., Registered Agent

3

H98000020546

FILED

98 NOV -4 PM 2:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.04/04

EMPIRE CORPORATE KIT

NOV-04-1998 13:48