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CHANDLER R. FINLEY, ESQ.

ADMITTED TO FLORIDA BAR
ADMITTED TO U.S. DIST. CT. SO. FL.
INTERNATIONAL BAR ASSOCIATION
AMERICAN IMMIGRATION LAWYERS ASSOCIATION
FEDERAL BAR ASSOCIATION

P99000009303
January 22, 1999

"THE IMMIGRATION OFFICE,"
A LAW FIRM

CORRESPONDENT OFFICES
LONDON
PARIS
BRUSSELS
TORONTO

Via Certified Mail 012 354 477
Return Receipt Requested

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

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*****78.75 *****78.75

RE: HERMY CORPORATION

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above referenced corporation. Upon filing, please return the "stamped" copy of the Articles of Incorporation to this office.

Our check in the amount of \$78.75 is enclosed for payment of the filing fees.

Your prompt attention to this matter is appreciated.

Sincerely

FINLEY & ASSOCIATES, P.A.

Chandler R. Finley
Chandler R. Finley, Esq.
CRF/pz
Enclosure
c: clients

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99 JAN 27 PM 2:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ajc
1/29

ARTICLES OF INCORPORATION

OF

HERMY CORPORATION

Article I

Name

The name of this corporation is Hermy Corporation.

Article II

Principal Office Address

The principal office of the Corporation is located at: c/o Chandler R. Finley, 710 Washington Avenue, Suite #5, Miami Beach, Florida 33139.

Article III

Capitol Stock

This corporation is authorized to issue 1,000 shares of common stock with no par value.

Article IV

Pre-Emptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 710 Washington Avenue, Suite #5, Miami Beach, Florida, 33139 and the name of the initial registered agent of this corporation at that office is Chandler R. Finley, Esq.

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Article VI
Incorporator

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

Emin Gadzhiyev 1817 So. Ocean Drive, Unit #925
Hallandale, Florida 33139

Article VII
Initial Board of Directors

This corporation shall have at least one director initially. 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 name and address of the initial director of this corporation is:

Name:

Address:

Andrey Yalunin

c/o Chandler R. Finley
710 Washington Ave., #5
Miami Beach, FL 33139

Emin Gadzhiyev

1817 So. Ocean Drive, Unit 925
Hallandale, FL 33009

Pavel Makarov

c/o Chandler R. Finley
710 Washington Ave., #5
Miami Beach, FL 33139

Article VIII
Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of s607.0501, Florida Statutes, the undersigned corporation, organized pursuant under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

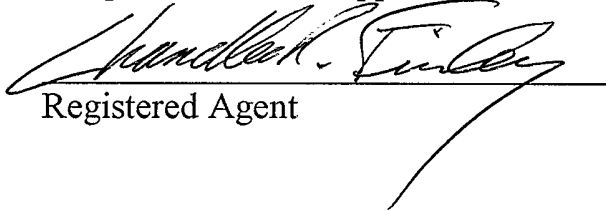
1. The name of the Corporation is:

HERMY CORPORATION

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

Chandler R. Finley, Esq.
Finley & Associates, P.A.
710 Washington Avenue, Suite #5
Miami Beach, FL 33139

The undersigned Registered Agent hereby accepts the designation of themselves as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

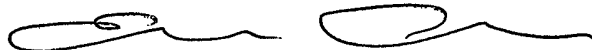

Registered Agent

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TALLAHASSEE, FLORIDA

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IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 20th day of June 1998.

A handwritten signature in dark ink, consisting of a series of loops and a long horizontal stroke, positioned above a horizontal line.

Incorporator