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M.S. MARLIN, P.A.
ATTORNEYS AT LAW

M.S. MARLIN
GARY R MARLIN

SUITE 303
250 CATALONIA AVENUE
CORAL GABLES, FLORIDA 33134
AREA CODE 305, TELEPHONE 442-8228
FAX 305-446-7838

March 4, 1999

SECRETARY OF STATE
DIVISION OF CORPORATIONS
409 East Gaines St.
Tallahassee, Florida 32399

700002797777--9
-03/08/99--01106--016
****122.50 *****78.75

RE: AM TECHNOLOGY, INC.

Dear Sir:

Enclosed please find the following pertaining to the above corporation:

1. Original and one copy of Articles of Incorporation.
2. Resident Agent Form.
3. Check, made payable to you, in the sum of \$122.50.

Kindly forward the Certificate of Incorporation back to my office at your earliest convenience.

Thank you.

Yours truly,


GARY R MARLIN

GRM:tm

Encls.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR -8 AM 9:03

R. Purinton MAR 12 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 12, 1999

M.S. MARLIN, P.A.
250 CATALONIA AVE. STE. 303
CORAL GABLES, FL 33134

SUBJECT: AM TECHNOLOGY, INC.
Ref. Number: W99000006060

We have received your document for AM TECHNOLOGY, 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) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 499A00011937

ARTICLES OF INCORPORATION

OF

AM SOLUTIONS, INC.

ARTICLE I

NAME

The name of this corporation is:

AM SOLUTIONS, INC.

ARTICLE II

DURATION

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the following purposes: To
transact any and all lawful business.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is
authorized to issue is 100 shares, no par value.

All stock when issued shall be fully paid and non-assessable. The
entire capital stock, or any portion thereof, may be paid for in cash,
property, labor or services, or a consideration having in the judgment of
the Board of Directors of the corporation a value at least equal to the full

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value of the stock to be issued.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5783 SW 40th Street, Suite 108, Miami, Florida, 33155 and the name of initial registered agent of this corporation at that address is MARK SHER.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have 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:

MARK SHER
5783 SW 40th Street
Suite 108
Miami, FL 33155

ARTICLE VII

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of and the mailing address of this corporation shall be: 5783 SW 40th Street, Suite 108, Miami, Florida, 33155.

ARTICLE VIII

INCORPORATORS

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

MARK SHER
5783 SW 40th Street
Suite 108
Miami, FL 33155

ARTICLE IX

BY-LAWS


The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in the manner provided for by law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 4 day of March, 1999.



Witness



Witness



MARK SHER

CERTIFICATE DESIGNATING INITIAL OFFICE OF CORPORATION FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING INITIAL RESIDENT
AGENT UPON WHOM PROCESS MAY BE SERVED

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE

FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

AM SOLUTIONS, INC. DESIRING TO ORGANIZE UNDER THE LAWS
OF THE STATE OF FLORIDA, HAS DESIGNATED THE STREET ADDRESS OF
THE INITIAL OFFICE OF THIS CORPORATION AS BEING 5783 SW 40TH STREET,
SUITE 108, MIAMI, FLORIDA, 33155. THE NAME OF THE INITIAL RESIDENT AGENT
OF THIS CORPORATION AT THAT ADDRESS IS: MARK SHER. HAVING BEEN
NAMED AS INITIAL RESIDENT AGENT FOR THE ABOVE STATED CORPORATION,
AT THE INITIAL OFFICE OF THE CORPORATION DESIGNATED ABOVE, I HEREBY
ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE
PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

BY:



MARK SHER
INITIAL RESIDENT AGENT

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