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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

~~ALLSTAR SYSTEM, INC.~~

Allstar Systems + Service, INC.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 4, 1999

ACE INDUSTRIES

SUBJECT: ALLSTAR SYSTEM, INC.
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THE NAME CONFLICT IS ALLSTAR SYSTEMS, INC. DOC #F99000001905.

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

H99-13504

ARTICLES OF INCORPORATION

Article 1: Name of Corporation: ALLSTAR SYSTEMS & SERVICE, INC.

Address of Corporation: 1080 S. MILITARY TRAIL, SUITE 202
DEERFIELD BEACH, FL 33442


Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$1.00.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: MICHAEL CASEY

REGISTERED OFFICE: 9855-D BOCA GARDENS TRAIL
BOCA RATON, FL 33496

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

06 / 03 / 99
Date


Signature of Registered Agent

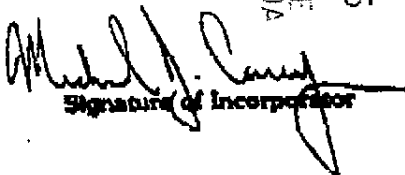
Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. MICHAEL CASEY, 9855-D BOCA GARDENS TRAIL, BOCA RATON, FL 33496
2. EARL LOCKERSON, 23 SOUTH LAKESIDE DRIVE, #2, LANTANA, FL 33460
- 3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

MICHAEL CASEY
9855-D BOCA GARDENS TRAIL
BOCA RATON, FL 33496

In witness whereof, I have subscribed my name:


Signature of Incorporator

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571