

P99000087778



ACCOUNT NO. : 072100000032

REFERENCE : 397763 7165353

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 4, 1999

ORDER TIME : 3:39 PM

ORDER NO. : 397763-005

CUSTOMER NO: 7165353

CUSTOMER: Mr. Gary F. Livigne
THE BUSINESS SUPERSTORE, INC.
THE BUSINESS SUPERSTORE, INC.
Suite 111
1515 University Drive
Coral Springs, FL 33071

500003004975-8
-10/05/99-01004-004
*****78.75 *****78.75

DOMESTIC FILING

NAME: ATLAS ENTERPRISES U.S.A.,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -4 AM 11:11

RECEIVED
99 OCT -4 PM 3:55
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT -4 AM 11: 11

**ARTICLES of INCORPORATION
OF
ATLAS ENTERPRISES U.S.A, INC.**

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ATLAS ENTERPRISES U.S.A., INC.

The principal place of business of this corporation shall be 1515 University Drive, Suite 111, Coral Springs, Florida 33071; and the mailing address shall be the same in C/O The Business SuperStore.

ARTICLE II. NATURE of BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$ 1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1515 University Drive, Suite 111, Coral Springs, Florida 33071 in C/O The Business Super Store; and the initial registered agent of the corporation is M.M. Ramachandran.

ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The name and street address of the initial members of the Board of Directors are:

M.M. Ramachandran, Director
1515 University Drive, Suite 111
Coral Springs, Florida 33071

Manju Saiganesh, Director
1515 University Drive, Suite 111
Coral Springs, Florida 33071

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

M.M. Ramachandran, President
1515 University Drive, Suite 111
Coral Springs, Florida 33071


Manju Saiganesh, Vice President
1515 University Drive, Suite 111
Coral Springs, Florida 33071

ARTICLE VIII. PRIVATE PROPERTY

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

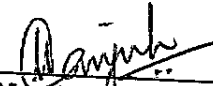
ARTICLE IX. INDEMNITY

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.



IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 23rd day of September, 1999.


M.M. Ramachandran, President



Manju Saiganesh, V.P.

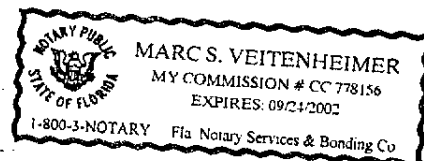
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -4 AM 11:11

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared M.M. Ramachandran and Manju Saiganesh, Incorporator to me known to be the persons described as subscriber in who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 23rd day of September, 1999.


NOTARY PUBLIC



ACCEPTANCE of REGISTERED AGENT DESIGNATED
IN ARTICLES of INCORPORATION

I HEREBY ACCEPT the appointment as the initial registered agent of ATLAS ENTERPRISES U.S.A., INC. made in the foregoing Articles of Incorporation.



23 Sept 1999