

PP9000088429



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 400555 148589A

AUTHORIZATION : Patricia Piggott

COST LIMIT : \$ 78.75

ORDER DATE : October 6, 1999

ORDER TIME : 10:13 AM

ORDER NO. : 400555-005

CUSTOMER NO: 148589A

CUSTOMER: Victor A. Diaz, Esq  
HOLIHAN & DIAZ, P.A.  
HOLIHAN & DIAZ, P.A.  
Suite 350  
1101 North Lake Destiny Road  
Maitland, FL 32751

100003007251--5

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT -6 PM 2:50

DOMESTIC FILING

NAME: KIRETSU TECHNOLOGY, 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: Jeanine Reynolds

EXAMINER'S INITIALS:

RECEIVED  
99 OCT -6 AM 11:25  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

g 10/6/99

ARTICLES OF INCORPORATION  
OF  
KIRETSU TECHNOLOGY, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation is: KIRETSU TECHNOLOGY, INC., 8362 Pines Blvd., Suite 303, Pembroke Pines, Florida 33024.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. 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; and
- 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 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is 8362 Pines Blvd., Suite 303, Pembroke Pines, Florida 33024 and the name of its initial Registered Agent at that address is Lonnie C. Spears.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one.

Article 7. Incorporators. The name and address of each Incorporator is as follows:

|                  |   |
|------------------|---|
| Lonnie C. Spears | 8362 Pines Blvd., Suite 303, Pembroke Pines,<br>Florida 33024 |
|------------------|---|

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Rights of Initial Directors. Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

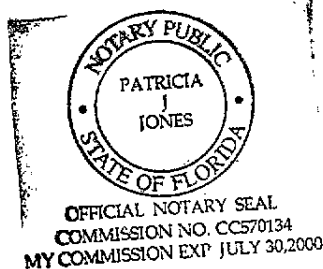
Article 10. Bylaws. The power to adopt, alter, amend, and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments, and repeals of the Bylaws must be approved by a majority of the Shareholders.

Lonnie C. Spears  
Lonnie C. Spears, Incorporator

STATE OF FLORIDA )

COUNTY OF Brevard )  
SS.

The foregoing instrument was acknowledged before me this 21 day of September, 1999, by Lonnie C. Spears of Kiretsu Technology, Inc., a corporation, on behalf of the corporation.

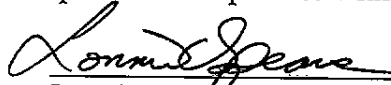


Patricia J. Jones  
Notary Public  
My Commission expires: July 30, 2000

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON  
UPON WHOM PROCESS MAY BE SERVED,  
AND ACCEPTANCE BY REGISTERED AGENT**

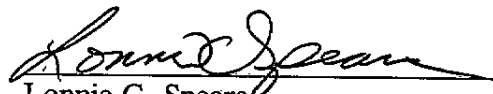
In compliance with Section 48.091, Florida Statutes, the following is submitted:

Kiretsu Technology, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 8362 Pines Blvd., Suite 303, Pembroke Pines, Florida 33024, has named Lonnie C. Spears, located at 8362 Pines Blvd., Suite 303, Pembroke Pines, Florida 33024, as its agent to accept service of process within Florida.

  
Lonnie C. Spears

09/21/99  
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further state that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
Lonnie C. Spears

09/21/99  
Date

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