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P.O. BOX 149428
ORLANDO, FLORIDA 32814
(407) 898-6500

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September 21, 1999

DIVISION OF CORPORATIONS
State of Florida
P.O. Box 6327
Tallahassee, Florida 32314

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-09/27/99--01121--013
122.50 **78.75

We enclose articles of incorporation for ALCEE, INC.

Our check for \$122.50 for registration is enclosed.

We thank you for your cooperation.

Please contact us if you have any questions.

Sincerely,
Professional Business Systems, Inc.

Hemendra Thakkar, CFP, ATA EA

Encls:

FILED
99 OCT 12 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Accounting ★ Tax Planning

1080 Woodcock Road, Suite 285
Orlando, Florida 32803

TS

10/12/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 30, 1999

ACCOUNTING TAX PLANNING
1080 WOODCOCK RD., STE. 285
ORLANDO, FL 32803

SUBJECT: ALCEE, INC.
Ref. Number: W99000022574

We have received your document for ALCEE, 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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 099A00047670

ARTICLES OF INCORPORATION

OF

ALCEE IMPORTS, INC.

FILED
99 OCT 12 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is ALCEE IMPORTS, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of business to be transacted by this corporation is any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having a nominal or par value of One and 00/100 (\$1.00) Dollar per share.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is One Thousand and 00/100 (\$1,000.00) Dollars.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually unless dissolved in accordance with Chapter 607 and other laws of The State of Florida, as now exist or may hereafter be amended or enacted.

ARTICLE VI. ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 1080 Woodcock Road, Suite 285, Orlando, Florida 32803-3514. The Board of Directors may from time to time move the principal office to any other address in Florida. This corporation shall have the privilege of having such branch offices at such other places within the State of Florida or without the State of Florida and within or without the United States of America as may be designated from time to time by the directors of the corporation.

ARTICLE VII. DIRECTORS

This corporation shall not have less than one (1) Director initially; the number of Directors may be increased or decreased from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. INITIAL OFFICERS AND DIRECTORS

The name and address of the first Board of Directors is:

Ashwin A. Mehta	1080 Woodcock Road
	Orlando, FL 32803

ARTICLE IX. SUBSCRIBERS

The name and street address of the subscribers to these Articles of Incorporation, agreed to take ten (10) shares of common stock for the value of the consideration of \$1,000.

Ashwin A. Mehta	1080 Woodcock Road
	Orlando, FL 32803

ARTICLE X. PREEMPTIVE RIGHTS

Every shareholder, upon sale for cash of any new stock of this corporation, 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 XI. RESIDENT AGENT

The registered Resident Agent for this Corporation shall be as indicated on the attached Certificate and the Resident Agent may be replaced in accordance with the by-laws.

ARTICLE XII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

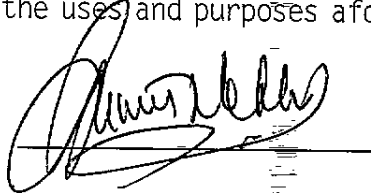
ARTICLE XIII. OFFICERS

The officers of the corporation shall be elected by the Board of Directors of the corporation at a meeting to be held immediately following each annual meeting of the stockholders. New offices may be created, and appointment may be made therefor and any office that may become vacant may be filled by the Board of Directors of the corporation at any regular meeting or at any special meeting called for that purpose. The duties of the officers of the corporation shall be prescribed by the by-laws.

The officers who shall serve during the first year of existence of the corporation, or until their successors are elected and have qualified are as follows:

Name	Position/Office
Ashwin A. Mehta	President/Secretary

IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of Incorporation for the uses and purposes aforesaid, on this 23 th day of June, 1999.




STATE ONTARIO, CANADA
COUNTY

I HEREBY CERTIFY that on this day before me, Notary Public, duly authorized in ONTARIO named above to make acknowledgments, personally appeared, Ashwin A. Mehta, to me known to be the person and who produced his DRIVERS LICENSE No. M2246 06406 60325 for identification, described as subscriber in and who acknowledged before me that he executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in
named above, on this 23 day of June, 1999.

(NOTARY SEAL)


NOTARY PUBLIC,
MY COMMISSION EXPIRES: lifetime
99 OCT 12 AM 10:38
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes the following
is submitted, in compliance with said Act:

FIRST: That ALCEE ^{IMPORTS.} INC., desiring to organize under the laws
of the State of Florida with its principal office as indicated in
the Articles of Incorporation, located at 1080 Woodcock Road Suite
285, Orlando Florida 32803 has designated Hemendra Thakkar residing
at 2679 Rangeley Court, Orlando Florida 32835 as its registered
agent to accept service of process within the State.

Having been named to accept service of process for the above
stated corporation, at place designated in this Certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.



Hemendra Thakkar

Registered Agent

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99 OCT 12 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA