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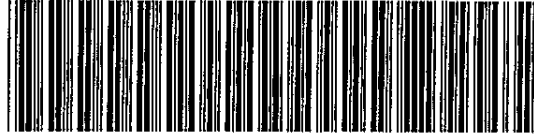
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November 22, 2004

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: American Liquidators & Exchange, Inc.

Dear Sirs:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above incorporation and a check for \$70.00.

Please file these Articles of Incorporation and provide us with the date incorporation was approved.

Very sincerely yours,
BAUER & ASSOCIATES
Attorneys at Law, P.A.


Kirk T. Bauer

KTB:mh
Enclosure

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AMERICAN LIQUIDATORS & EXCHANGE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

Article I

The name of the corporation shall be: AMERICAN LIQUIDATORS & EXCHANGE, INC.

Article II

The principal place of business shall be: 2857 W. SR 44, DeLand, FL 32720 and the mailing address of this corporation is 2857 W. SR 44, DeLand, Florida 32720.

Article III

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 IV

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares.

Article V

The name and address of the initial registered agent is:

Sandra Oates
2857 W. SR 44
DeLand, FL 32720

Article VI

This corporation is to exist perpetually.

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TALLAHASSEE, FLORIDA

Article VII

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

Sandra Oates
2857 W. SR 44
DeLand, FL 32720

The undersigned incorporator has executed these Articles of Incorporation this 22ND
day of November, 2004.



SANDRA OATES

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PALM BEACH COUNTY, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**


PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: AMERICAN LIQUIDATORS & EXCHANGE, INC.

2. The name and address of the registered agent and office is:

Sandra Oates
2857 W. SR 44
DeLand, FL 32720

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



(SIGNATURE)

11-22-04
(DATE)