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TRANSMITTAL LETTER

SEPTEMBER 30, 1997

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

SUBJECT: A1A ACQUISITIONS, INC.

I enclose an original and 1 copy of the Articles of Incorporation for the above corporation and a check in the amount of \$70.00.

SIGNED: Ronald C. Hands
RONALD C. HANDS

From:

RONALD C. HANDS

222 SW 11TH PLACE

BOCA RATON FL 33432

561-391-5604

100002318771--8
-10/13/97--01085--004
*****70.00 *****70.00

FILED
97 OCT 13 AM 7:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ronald Hands GAVE
AUTHORIZATION BY PHONE TO
CORRECT art. 1
DATE 10/14/97
DOC. EXAM. T.M.

10/14/97-47

ARTICLES OF INCORPORATION

OF

A1A ACQUISITIONS GROUP, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

A1A ACQUISITIONS GROUP, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

A1A ACQUISITIONS GROUP, INC.

222 SW 11TH PLACE

BOCA RATON, FL 33432

ARTICLE III CAPITAL STOCK

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

10,000,000 Shares of Common Stock Par value \$.0001

2,000,000 Shares of Preferred Stock Par Value \$1.00

5,000,000 Shares of Warrants Par Value \$.001

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

RONALD C. HANDS

222 SW 11TH PLACE

BOCA RATON, FL 33432

ARTICLE V INCORPORATOR

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

RONALD C. HANDS

222 SW 11TH PLACE

BOCA RATON, FL 33432

The undersigned has executed these Articles of Incorporation this 1ST day of OCTOBER 1997.

Ronald C. Hands

RONALD C. HANDS, Incorporator

CERTIFICATE OF DESIGNATION

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:

A1A ACQUISITIONS GROUP, INC.

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

RONALD C. HANDS

222 SW 11TH PLACE

BOCA RATON, FL 33432

Signature: Ronald C. Hands
RONALD C. HANDS

Title: INCORPORATOR

Date: 10-1-97

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: Ronald C. Hands
RONALD C. HANDS

Date: 10-1-97

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