

~~PROSPECTUS~~
TRANSMITTAL LETTER
P88888889504

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

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-09/20/00--01023--021
*****78.75 *****78.75

SUBJECT: Universal Small Business Standards Council, Inc
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: CHRISTIAN STERN
Name (Printed or typed)

P.O. Box 53
Address

Bonita Springs, FL 34133-0053
City, State & Zip

(941) 498 5477
Daytime Telephone number

00 SEP 20 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FL 32310

FILED

NOTE: Please provide the original and one copy of the articles.

18-9
100

ARTICLES OF INCORPORATION

OF

UNIVERSAL SMALL BUSINESS STANDARDS COUNCIL, Inc.

The undersigned subscriber to these Articles of Incorporation, a 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 shall be:

UNIVERSAL SMALL BUSINESS STANDARDS COUNCIL, Inc.

The principal mailing address of this corporation shall be:

C/o IFEM Management Consultants, Inc.
27725 Old 41 Road, Suite 202
P.O. Box 53
Bonita Springs, FL 34133-0053

FILED
00 SEP 20 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 times is 5,000,000 shares of common stock at \$0.10 par value.

ARTICLE IV
REGISTERED AGENT

Initial registered office of the corporation shall be:

C/o IFEM Management Consultants, Inc.
27725 Old 41 Road, Suite 202
Bonita Springs, Florida, 34133-0053

and the name of the initial registered agent shall be:

Christian J. Stern

ARTICLE V
EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which s/he already holds, shall the right to purchase his/her pro rata share, as nearly as may be one without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII
SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII
ELECTION OF SUBCHAPTER S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE IX
OFFICERS AND DIRECTORS

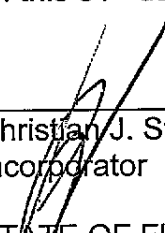
The qualifications for officers and directors and the manner of their admission are to be regulated as set forth in they By-Laws of the Corporation.

ARTICLE X
INCORPORATORS

The name and the street address of the incorporator of these articles of Incorporation are:

Christian J. Stern
C/o IFEM Management Consultants, Inc.
27725 Old 41 Road, Suite 202
Bonita Springs, FL 34133-0053

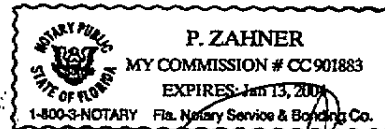
IN WITNESS WHEREOF, the undersigned has hereto set forth his hand and seal
on this 31st day of August, 2000.



Christian J. Stern
Incorporator

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 31st day of August,
2000, by Christian J. Stern (X) who is personally known to me or () who has
produced _____ as identification.



Signature Notary Public

Peter Zahner

Print Name, Notary Public

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE
ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS
CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS
OF ALL STATUES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND
OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.



Christian J. Stern