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NAME: CDT SERVICES, INC.
AUDIT NUMBER.....H97000017178
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CDT SERVICES, INC.

The undersigned Incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST: NAME.** The name of the Corporation is **CDT SERVICES, INC.** (the "Corporation").
- SECOND: PRINCIPAL OFFICE.** The street address of the initial principal office and mailing address of the Corporation is 9341 East Bay Harbor Drive, Suite 6-C, Bay Harbor Miami, Florida 33154.
- THIRD: CAPITAL STOCK.** The Corporation is authorized to issue 1,000 shares of Common Stock.
- FOURTH: INITIAL REGISTERED AGENT AND ADDRESS.** The street address of the initial registered office of the Corporation is 444 Brickell Avenue, Suite 928, Miami, Florida 33131, and the Registered Agent at that address is Guillermo E. Pena, Esquire.
- FIFTH: INCORPORATOR:** The name and address of the Incorporator of the Corporation is: Law Offices of Guillermo E. Pena, 444 Brickell Avenue, Suite 928, Miami, Florida 33131.
- SIXTH: PURPOSE:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: BOARD OF DIRECTORS:** The Corporation shall have three directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and addresses of the initial directors of the Corporation are:
1. Thomas Smitherman
9341 East Bay Harbor Drive, Suite 6-C,
Bay Harbor Miami, Florida 33154.

This Document Prepared by:
Guillermo Pena, Esquire
Fla. Bar No. 890359
444 Brickell Avenue Suite 928
Miami, Florida 33131
(305) 377-1119

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2. Chris Cable
845 Lorca Street
Coral Gables, Florida 33134
3. David Da Costa
7601 East Treasure Drive Apt. 1110
North Bay Village, Florida 33138

EIGHTH: COMMENCEMENT. The existence of the Corporation shall commence upon the filing of these Articles of Incorporation, and shall be perpetual.

NINTH: OFFICERS. The title, name and address of this corporation shall be:

President: Thomas Smitherman
9341 East Bay Harbor Drive, Suite 6-C,
Bay Harbor Miami, Florida 33154.

Vice-President: Chris Cable
845 Lorca Street
Coral Gables, Florida 33134

Secretary/Treasurer: David Da Costa
7601 East Treasure Drive Apt. 1110
North Bay Village, Florida 33138

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15th day of October, 1997.

Law Offices Of Guillermo Pena,
Incorporator

By: 
Guillermo E. Pena, Esquire


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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as Registered Agent of International Business Capital, Inc., contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

Law Offices of Guillermo Pena,
Registered Agent

By: 
Guillermo E. Pena, Esquire
Fla. Bar No. 890359

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