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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

I & A Ventures, Inc

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**ARTICLES OF INCORPORATION
OF
I & A VENTURES, INC.**

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is **I & A VENTURES, INC.** (hereinafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 3050 Biscayne Boulevard, Suite 801, Miami, Florida 33137.

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock which the Corporation is authorized to issue is 100,000 shares of common stock having a par value of \$0.001 per share of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: 3050 Biscayne Boulevard, Suite 801, Miami, Florida 33137. The name of the Corporation's initial registered agent at that office is: The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

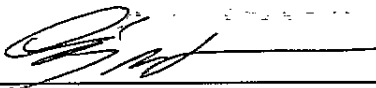
**ARTICLE V
INCORPORATOR**

The name and street address of the incorporator of the Corporation is: Craig M. Dorne, 3050 Biscayne Boulevard, Suite 801, Miami, Florida 33137.

**ARTICLE VI
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4th day of January, 1999.



Craig M. Dorne

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Craig M. Dorne, to me personally known to be the person who subscribed to the foregoing Articles of Incorporation of **I & A VENTURES, INC.** acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this 4th day of January, 1999.



Notary Public, STATE OF FLORIDA

My Commission Expires:

OFFICIAL NOTARY SEAL
IRMA GONZALEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC453177
MY COMMISSION EXP. APR. 17, 1999

**CERTIFICATE DESIGNATING RESIDENT AGENT
AND REGISTERED OFFICE**

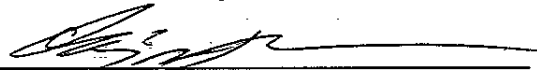
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

I & A VENTURES, INC. desiring to organize under the laws of the State of Florida, hereby designates **Craig M. Dorne** its registered agent **3050 Biscayne Boulevard, Suite 801, Miami, Florida 33137** as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.



(Registered Agent)

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