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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 28 PM 5:06

December 23, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

500003081195--8
-12/28/99--01004--005
*****78.75 *****78.75

Re: **IVARSA, INC.**

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Registered Agent Designation and Acceptance form for the above-referenced corporation. Also enclosed is a check in the amount of \$78.75 to cover:

1. Filing Fee
2. Certified copy of the Articles of Incorporation
3. Designation of and acceptance by Registered Agent

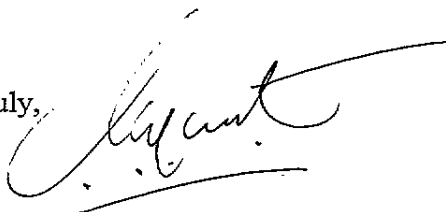
I have enclosed a self-addressed stamped envelope for your use in forwarding the certified copy of the Articles of Incorporation to me.

If you have any questions, please telephone me at (305) 232-6570 or by fax at (305) 252-7374.

Thank you.

510
W00-269

Yours truly,



Arie de Groot
9261 SW 140th Street
Miami, FL 33176

2/1/00

ARIE DE GROOT
9261 S.W. 140 STREET
MIAMI, FLORIDA 33176

TEL: (305) 233-2531
FAX: (305) 252-7374

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FLORIDA DEPARTMENT OF STATE,
409 East Gains Street,
TALLAHASSEE, FL 32399

Att Ms. Claretha Golden
=====

7 January 2000

Dear Ms. Golden:

Please find herewith your letter plus two copies
of the documents, with explanation of the name IVARSA.

As we are closing on a property on Friday Jan. 14th here
in Miami, we are requesting that you please Fedex the
Registered copy of this entity for our account.

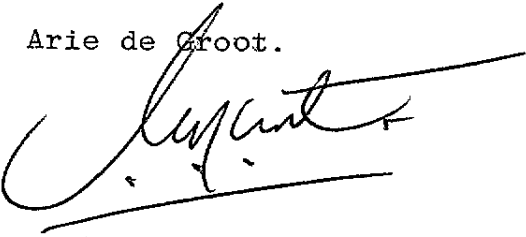
. Our account number is AJA INTERNATIONAL INC.
9261 S.W. 140 Street,
Miami FL 33176

FEDEX ACCOUNT NO 1344-0770-0

We thank you for your kind cooperation in this matter
and remain,

Yours very truly,

Arie de Groot.





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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 4, 2000

ARIE DE GROOT
9261 SW 140TH STREET
MIAMI, FL 33176

SUBJECT: IVARSA, INC.
Ref. Number: W00000000269

We have received your document for IVARSA, INC.. However, the document has not been filed and is being returned for the following:

Please provide an English translation for the entity's name in your cover letter.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 600A00000371

IVARSA HAS NO ENGLISH TRANSLATION

IV = FIRST TWO LETTERS OF MY WIFE'S NAME "IVONNE"

AR = FIRST TWO LETTERS OF MY FIRST NAME "ARIE"

SA = FIRST TWO LETTERS OF MY DAUGHTERS FIRST NAME "SASKIA"

Arie de Groot.

EFFECTIVE DATE

01/01/00

ARTICLES OF INCORPORATION

OF

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IVARSA, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I. CORPORATE NAME

The name of the corporation ("Corporation") shall be **IVARSA, INC.**

ARTICLE II. EFFECTIVE DATE

The existence of the Corporation shall begin on January 1, 2000.

ARTICLE III. PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 9261 S.W. 140th Street, Miami, Florida 33176. The Board of Directors from time to time may move the principal office to any other address in the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares which the Corporation is authorized to issue is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote

of each share on all matters on which shareholders have the right to vote.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the Corporation's registered office is 9261 S.W. 140th Street, Miami, Florida 33176. The initial registered agent at that address is Arie de Groot. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall consist of one (1) member. The name and address of the person who will serve on the initial board are:

<u>Name</u>	<u>Address</u>
Arie de Groot	9261 SW 140 th Street Miami, FL 33176

The number of directors may be increased or diminished from time to time by Bylaws adopted by the shareholders, but shall never be less than one.

ARTICLE VII. PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

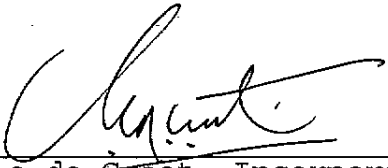
ARTICLE VIII. INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

ARTICLE IX. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is Arie de Groot, 9261 S.W. 140th Street Miami, FL 33176.

THE UNDERSIGNED, as Incorporator, has executed the foregoing Articles of Incorporation this 23rd day of December, 1999.



Arie de Groot, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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Pursuant to the provisions of section 607.0501, Florida Statutes, the herein mentioned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

That IVARSA, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, Dade County, Florida has named Arie de Groot, located at 9261 SW 140th Street, Miami, FL 33176, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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.

Dated: December 23rd, 1999.


Arie de Groot
as Registered Agent