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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
JORGE R. ORTA, P.A.

VIZCAYA VIEW PLAZA
Suite 800-B
2600 South West 3rd Avenue
Coral Way
Miami, Florida 33129

Telephone: (305) 860-1110

Facsimile: (305) 856-4443

Jorge R. Orta

Marvin B. Seidman
Of Counsel

Josefa M. Velis
Of Counsel

Fernando J. Portuondo
Of Counsel

Date: January 12, 2000

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

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-01/18/00--01133--016
*****78.75 *****78.75

Re: **I H B B OUTSOURCING, INC.**

Dear Sirs or Madams:

Enclosed, please find original and copy of the articles of incorporation of the above referenced corporation for filing, along with our check in the total amount of \$ 78.75, covering the filing fee (\$70.00) and the fee for a certificate under seal (\$8.75).

Please, proceed to file and return a copy of the filed Articles along with the requested Certificate, to us. If there are any further requirement please inform immediately.

Very Truly Yours,


Jorge R. Orta, Esq.

JRO/tj
enclosure

PH 1/25/2000

ARTICLES OF INCORPORATION

OF

I H B B OUTSOURCING, INC.

FILED

00 JAN 18 AM 11:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

(Name)

The name of this corporation shall be:

I H B B OUTSOURCING, INC.

ARTICLE TWO

(Nature of business)

This corporation may engage in any activity or business permitted under the laws of the United States and the laws of the State of the Florida.

ARTICLE THREE

(Term of Existence)

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE FOUR

(Number of Directors)

This corporation shall at all times have at least one Director. The stockholders of this corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this corporation, provided that the corporation at all times have a minimum of one Director.

ARTICLE FIVE

(Amendment)

These articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

ARTICLE SIX
(Capital Stock)

This corporation shall have Ten Millions (10,000,000.00) shares of common stock, with par value of \$0.001, each share. All said stock shall be payable in property, labor, services, or as otherwise be accepted by the Board of Directors and just valuation shall by them be applied thereof.

ARTICLE SEVEN
(Initial Office)

The initial office address of this corporation in the State of Florida shall be:

2600 S.W. 3rd. Ave., Suite 800-B
Miami, Fl. 33129.

The Board of Directors may from time to time move the principal Office to any other address within the State of Florida.

ARTICLE EIGHT
(Initial Directors)

The initial directors of this corporation shall be:

Shelley James Caldwell
Marvin B. Seidman.

ARTICLE NINE
(Subscribers)

The name of each subscriber (s) to these Articles of
is/are:

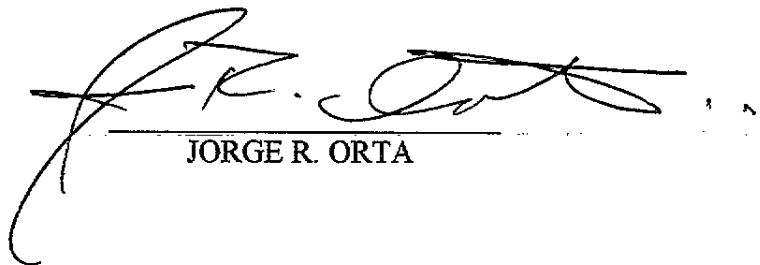
<u>NAME</u>	<u>ADDRESS</u>
JORGE R. ORTA	2600 SW 3 rd Avenue, Suite 800-B Coral Way Miami, Florida, 33129

ARTICLE TEN
(Resident Agent)

The name of the Resident Agent of this corporation for the purpose of service and for any other purpose for which a resident agent is required shall be:

<u>NAME</u>	<u>ADDRESS</u>
JORGE R. ORTA	2600 S.W. 3 rd . Avenue, Suite 800-B Coral Way Miami, Florida 33129

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at
County of Miami-Dade, State of Florida, on this January 12, 2000



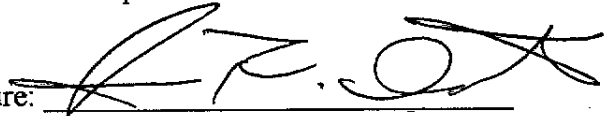
JORGE R. ORTA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

FILED
00 JAN 18 AM 11:15
CLERK OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is
submitted:

That I H B B OUTSOURCING, INC desiring
to organize or qualify under the laws of the State of Florida, with its principal place
of business at the City of Miami, State of Florida, has named, JORGE R. ORTA
State of Florida, as its agent to accept service of process in Florida.

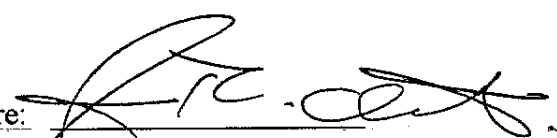
Signature: 

JORGE R. ORTA

Title: Registered Agent

Date: January 12, 2000

having been named to accept service of process for the above stated corporation, at
the place designated in this certificate, 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.

Signature: 

Date: 1/12/00