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January 18th, 2000

DEPARTMENT OF STATE
Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

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-01/24/00--01114--008
***122.50 ***78.75

SUBJECT: Articles of Incorporation for INTERNATIONAL MULTI-CONSULTING GROUP (USA), INC.

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 122.50.

Please execute as soon as possible and return to the address below, or send all necessary changes to this address.

Hoping this will be completed with expediency.

Sincerely,



Valrie Wright

FROM:

____ VALRIE WRIGHT _____

____ 4200 N W 16TH STREET - SUITE 309 _____

____ LAUDERHILL, FLORIDA 33313 _____

____ 954-777-0082 _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 24 AM 9:54

g 1/31/00

ARTICLES OF INCORPORATION

OF

INTERNATIONAL MULTI-CONSULTING GROUP (USA), INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 24 AM 9:54

The undersigned incorporates, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the corporation shall be: **INTERNATIONAL MULTI-CONSULTING GROUP (USA), INC.**

ARTICLE 11 PRINCIPAL OFFICE

The principal place of business and the mailing address of this corporation shall be:
2040 WINNER CIRCLE, POMPANO BEACH, FLORIDA 33068

ARTICLE 111 NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE 1V SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
**SEVEN THOUSAND FIVE HUNDRED (7500) SHARES OF COMMON STOCK WITH A PAR
VALUE OF ONE DOLLAR (\$1.00) PER SHARE.**

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI OFFICERS DIRECTORS

The name and street address of the initial officer and director is:
EMMA D BRYAN - 2040 WINNER CIRCLE, POMPANO BEACH, FLORIDA 33068

President / Secretary / Director

ARTICLE V11 INCORPORATORS

The name and address of the incorporator of these Articles of Incorporation is:
EMMA D BRYAN - 2040 WINNER CIRCLE, POMPANO BEACH, FLORIDA 33068

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DIVISION OF CORPORATIONS

00 JAN 24 AM 9:54

IN WITNESS WHEREOF, the undersigned incorporator have executed these Articles of Incorporation this:

18th Day of January, 1992000

Emma D Bryan
Signature

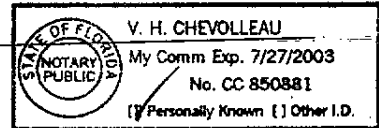
STATE OF FLORIDA
COUNTY OF BROWARD

THE FOREGOING instrument was acknowledged and sworn to before me this 18th
day of January, 1992000, by

Ms. Emma D Bryan
of INTERNATIONAL MULTI-CONSULTING GROUP (USA) INC

Notary Public V. H. Chevolleau

My Commission Expires:



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is: **INTERNATIONAL MULTI-CONSULTING GROUP (USA), INC.**

2. The names and address of the registered agents and officers are:

EMMA D BRYAN

2040 WINNER CIRCLE, POMPANO BEACH, FLORIDA 33068

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. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Emma D Bryan

DATE