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ACCOUNT NO. : 072100000032
REFERENCE : 700327 11489A
AUTHORIZATION : Patricia Poynt
COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 17 PM 2:28

ORDER DATE : May 17, 2000
ORDER TIME : 10:06 AM
ORDER NO. : 700327-005
CUSTOMER NO: 11489A

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CUSTOMER: Steven P. Oppenheim, Esq
OPPENHEIM & ASSOCIATES
OPPENHEIM & ASSOCIATES
Suite 1115
800 Brickell Ave.
Miami, FL 33131

DOMESTIC FILING

NAME: INTERNATIONAL MILLENNIUM
SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
00 MAY 17 AM 11:34

8/5/00

EFFECTIVE DATE

5/12/00

ARTICLES OF INCORPORATION

OF

INTERNATIONAL MILLENNIUM SERVICES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 17 PM 2:28

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

ARTICLE I - NAME

The name of the corporation is: INTERNATIONAL MILLENNIUM SERVICES, INC.

ARTICLE II - PURPOSE

This corporation is organized for the general purpose of transacting all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - PRINCIPAL OFFICE

The address of the principal place of business and the mailing address of the corporation is:

800 Brickell Avenue, Suite 1115
Miami, Florida 33131

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1,000) Shares, all of which shall be Common Shares, \$.10 par value per share.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

As set forth in the Registered Agent's written acceptance of his appointment which is delivered to the Department of State,

together with these Articles of Incorporation, the name and address of the initial Registered Agent for the corporation is:

Steven P. Oppenheim, Esq.
800 Brickell Avenue, Suite 1115
Miami, Florida 33131

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Steven P. Oppenheim
800 Brickell Avenue, Suite 1115
Miami, Florida 33131

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors of the corporation.

ARTICLE VIII - COMMENCEMENT OF EXISTENCE

The corporate existence of the corporation shall commence on the date of execution of these Articles of Incorporation.

ARTICLE IX - AMENDMENT

The corporation reserves the right to amend, add to, or repeal any provision contained in these articles of incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

The undersigned incorporator has executed these Articles of Incorporation this 12th day of May 2000.

Incorporator:


STEVEN P. OPPENHEIM

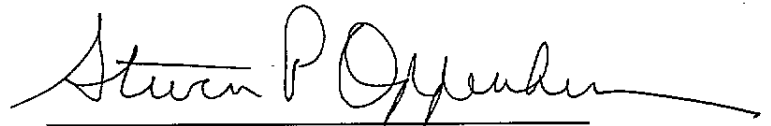
DESIGNATION OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

REGISTERED AGENT/REGISTERED OFFICE

00 MAY 17 PM 2: 28

Having been named in the Articles of Incorporation as Registered Agent to accept Service of Process for INTERNATIONAL MILLENNIUM SERVICES, INC., with a registered office at 800 Brickell Avenue, Suite 1115, Miami, Florida 33131, I hereby accept 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.



Steven P. Oppenheim, Esq.

DATED: May 12, 2000