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ACCOUNT NO. : 072100000032

REFERENCE : 734130 7187979

AUTHORIZATION : Patricia Pruitt

COST LIMIT : \$ 78.75

ORDER DATE : June 16, 2000

ORDER TIME : 12:10 PM

ORDER NO. : 734130-005

CUSTOMER NO: 7187979

CUSTOMER: Ms. Miriam Necuze
VERNER LIIPFERT BERNHARD
VERNER LIIPFERT BERNHARD
3100 First Union Financial Ctr
200 South Biscayne Boulevard
Miami, FL 33131

200003294182--3

DOMESTIC FILING

NAME: INTERNATIONAL LIFE SERVICES
INCORPORATED

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: Susie Knight - EXT. 1156
EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 16 PM 3:03

RECEIVED
00 JUN 16 PM 1:48
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN 16 PM 3: 03

International Life Services Incorporated

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name and address of this Corporation shall be:

International Life Services Incorporated
c/o Verner, Liipfert, Bernhard, McPherson and Hand
200 S. Biscayne Boulevard, Suite 3100
Miami, Florida 33131

ARTICLES II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 100 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE IV

TERM OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

c/o Verner, Lipfert, Bernhard, McPherson and Hand
200 South Biscayne Boulevard, Suite 3100
Miami, Florida 33131

The name of the initial registered agent of this Corporation at that address shall be:

Ignacio E. Sánchez

ARTICLE VI

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have seven (7) initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

ARTICLE VII

DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>Name</u>	<u>Street Address</u>
Antoine James Phillippe Meyer	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Manoj Bhagubhai Patel	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Lee Sydney Tyrer	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
David Wigman	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
William Dalziel	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131

Graham Moody	Miami, Florida 33131 200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Ignacio E. Sanchez	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Walter Jopp	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Farnoosh Nassapour	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131

ARTICLE VIII

<u>Officers</u>	<u>Names</u>	<u>Street Address</u>
President	Antoine James Phillippe Meyer	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Vice President	Manoj Bhagubhai Patel	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Vice President	Lee Sydney Tyrer	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Vice President	David Wigman	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Vice President	William Dalziel	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Vice President	Graham Moody	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Vice President	Ignacio E. Sánchez	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Treasurer	Walter Jopp	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131
Secretary	Farnoosh Nassapour	200 S. Biscayne Boulevard, #3100 Miami, Florida 33131

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

Name Street Address

Ignacio E. Sánchez c/o Verner, Liipfert, Bernhard, McPherson and Hand
200 South Biscayne Boulevard, Suite 3100
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 5th day of June, 2000.


Ignacio E. Sánchez, Incorporator

DESIGNATION AND ACCEPTANCE

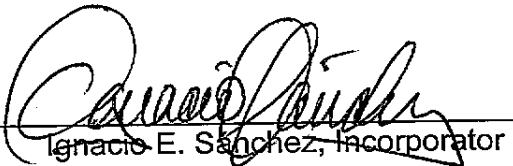
OF

REGISTERED AGENT


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN 16 PM 3:03

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, International Life Services Incorporated having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at c/o Verner, Liipfert, Bernhard, McPherson and Hand, 200 South Biscayne Boulevard, Suite 3100, Miami, Florida 33131, has named Ignacio E. Sánchez, located thereat as its registered agent to accept service of process within this state.

By: 
Ignacio E. Sánchez, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: 
Ignacio E. Sánchez
Registered Agent