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Thursday, July 27, 2000

Secretary of State
Corporation Division
State of Florida
Tallahassee, Florida 32303

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-07/31/00--01114--017
*****70.00 *****70.00

RE:Inscite Partners Inc

Gentlemen,

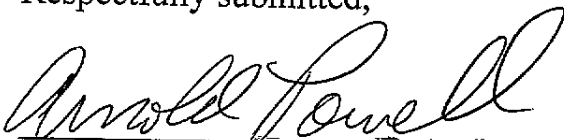
Enclosed herewith are the Articles of Incorporation together with a copy of said Articles of Inscite Partners Inc and our check in the amount of \$70.00 as follows:

Filing Fee	\$35.00
Registered Agent	\$35.00

Total	\$70.00

FILED
00 JUL 31 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FL 32303

Respectfully submitted,


Arnold Powell

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ARTICLES OF INCORPORATION

of

Inscite Partners Inc

ARTICLE I

NAME

The name of this corporation is Inscite Partners
Inc

ARTICLE II

PURPOSE

This corporation is organized for the purpose of
transacting any or all lawful business.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 500 shares
of common stock, each at \$1.00 par value.

ARTICLE IV

INITIAL REGISTERED OFFICE & AGENT

The name of the initial registered agent of this
corporation is, together with the agent's address which
is the street address of the initial registered office of
the corporation:

Arnold Powell
8525 NW 53rd Terrace #105
Miami, Fl 33166

The street address of the office of this
corporation and the business office of its registered
agent are identical.

FILED
00 JUL 31 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

BOARD OF DIRECTORS

This corporation shall have at least one director. The incorporator shall serve as the initial director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles is:

Arnold Powell
8525 NW 53rd Terrace #105
Miami, Fl 33166

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE VIII

BYLAWS

The Board of Directors and the shareholders shall each have power to adopt, alter, amend or repeal Bylaws.

ARTICLE IX

CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the date of acknowledgment and subscription of these Articles.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles if Incorporation this

27TH day of JULY, 2000.

Arnold Powell
Incorporator

STATE OF FLORIDA)

) SS

COUNTY OF DADE)

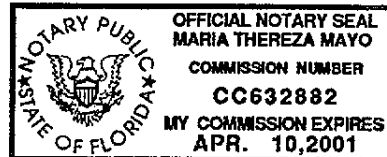
BEFORE ME, a Notary Public authorized to make acknowledgments in the state and county set forth above, personally appeared Arnold Powell known to me and known by me to be the person who executed the foregoing Articles of Incorporation of Inscite Partners Inc who acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid, this 27th day of July, 2000.

Maria Thereza Mayo
Notary Public
State of Florida

My Commission Expires:

April 10, 2001



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as registered agent of Inscite Partners Inc

This acceptance is dated the 27th day of JULY, 2000.

Arnold Powell
Arnold Powell