November 17, 2000

Division of Corporations 409 E. Gains Street Tallahassee, FL 32399 200003471652--0 -11/21/00--01008--015 *****78.75 ******78.75

Via Airborne Express

RE: Articles of Incorporation for Worldwide Investment & Company, Inc.

To Whom It May Concern:

Encloses please find check # 2048 in the amount of \$78.75 for the above referenced incorporation. The Articles of Incorporation are to be returned to:

Richard C. Koskey, Esq. 310 S. University Drive Plantation, FL 33324

A Federal ID # is pending and will be forwarded to your office once assigned/received. Should you have any questions or concerns, please do not hesitate to contact our office. Thank you in advance for you efforts.

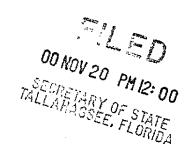
-Verx truly yours,

Richard C. Koskey, Esq.

W60-27737

ARTICLES OF INCORPORATION





WORLDWIDE INVESTMENT & COMPANY, INC.

The undersigned, for the purposes of forming a corporation under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I. CORPORATE NAME.

The name of the Corporation is:

WORLDWIDE INVESTMENT & COMPANY, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under law of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE V. PRINCIPAL ADDRESS.

The principal address of the Corporation shall be:

5260 S.W. 90th Way, Suite #2 Cooper City, Florida 33328

ARTICLE VI. REGISTERED AGENT AND REGISTERED OFFICE.

The Registered Agent and the street address of the Registered Office of this Corporation in the State of Florida shall be:

Richard. C. Koskey, Esq. 310 S. University Drive Plantation, Florida 33324

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have four (4) director(s) initially. The number of Directors may be increased or diminished from time to time by the Bylaws adopted by the Stockholders, but shall never be less than one (1).

ARTICLE VIII. INITIAL DIRECTORS.

The names of the initial Directors of this Corporation and their street addresses are:

Mathew Simon
Thankachan Kanjookaran
Josman Karedan
Joseph Mullappallil

5260 S. W. 90th Way, #2 Cooper City, Florida 33328

ARTICLE IX. INCORPORATOR.

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

Mathew Simon 5260 S.W. 90th Way, Suite #2 Cooper City, Florida 33328

ARTICLE X. INDEMNIFICATION.

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE XI. AMENDMENT.

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These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XII. TRANSFER OF STOCK.

No Stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the Corporation without first offering such shares of the Corporation at the net asset value thereof. Such offer shall be in writing signed by the Stockholder; shall be sent by registered or certified mail to the Corporation at its principal place of business; and shall remain open for acceptance by the Corporation for a period of thirty (30) days from the date of mailing. If the Corporation fails or refuses within such period to make a satisfactory arrangements for the purchase of such shares, the Stockholder shall have the right to dispose of his/her shares as he/she may see fit.

On the death of any Stockholder, the Corporation shall have the right to purchase all shares owned by such Stockholder within thirty (30) days following the death of the Stockholder and this provision shall be binding upon the executor, administrator, or personal representative of the Stockholder.

Each share certificate issued by the Corporation shall have printed or stamped thereon the following legend: "These shares are held subject to certain

transfer restrictions imposed by the Articles of Incorporation of the Corporation.

A copy of such Articles is on file at the principal office of the Corporation."

EXECUTED by the undersigned at Ft. Lauderdale, Florida on October 19, 2000.

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, the undersigned authority, duly authorized to take acknowledgements, personally appeared Mathew Simon, who is personally known to me or has produced the following identification: and who executed and acknowledged the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Plantation, Florida, County of Broward, State of Florida, this 19th day of October, 2000.

My commission expires:

NOTARY PUBLIC - STATE OF FLORIDA RICHARD C. KOSKEY COMMISSION # CC706122 EXPIRES 1/1/2002 BONDED THRU ASA 1-888-NOTARY1

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN FLORIDA PH 12: 00

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

That WORLDWIDE INVESTMENT & COMPANY, INC., desiring to organize or qualify under the laws of the State of Florida, has named, RICHARD C. KOSKEY, as its registered agent to accept service of process within Florida, at 310 S. University Drive, Plantation, Florida 33324, which address is also designated as the registered office of the corporation first mentioned above.

Mathew Simon

DATE: 10-19-2000

Having been named registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, RICHARD C. KOSKEY hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of such duties.

Richard C. Koskey, Esq.

DATE: 10/19/2000