



THE UNITED STATES  
CORPORATION  
COMPANY

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ACCOUNT NO. : 072100000032

REFERENCE : 918897 153455A

AUTHORIZATION : *Patricia Pijuta*

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ORDER DATE : December 4, 2000

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CUSTOMER NO: 153455A

CUSTOMER: Franca Sucapane, Esq  
C.r.a.c. Corporation Research  
And Analysis Centre Ltd.  
Bureau 1717  
1080, Beaver Hall Hill  
Montreal, QC H2Z 1S8

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FILED  
00 DEC -6 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: IND CAPITAL MANAGEMENT INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: \_\_\_\_\_

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

12-7  
(1)

ARTICLES OF INCORPORATION  
OF  
IND CAPITAL MANAGEMENT INC.

FILED  
00 DEC -6 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

IND CAPITAL MANAGEMENT INC.

The address of the principal office of this corporation shall be 4846 N. University Drive, #368, Lauderhill, Florida 33351, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

John Dracontaidis	8149 Nicolet
Dir./Pres.	Brossard, Quebec, Canada J4Y 2S7

ARTICLE VII. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Service Company, has hereunto set their hand  
and seal of Corporation Service Company, on December 6, 2000.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation  
to transact business in this State, having a business office  
identical with the registered office of the corporation named  
above, and having been designated as the Registered Agent in the  
above and foregoing Articles, is familiar with and accepts the  
obligations of the position of Registered Agent under Section  
607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

njh