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LAW OFFICE
OF

ILEANA HAEDO, P.A.

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FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ILEANA HAEDO, ESQ.

April 5, 2001

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*****78.75 *****78.75

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Xan-Jade International, Inc.

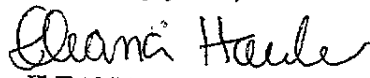
Dear Sirs/Madam:

Enclosed herein please find our client's Articles of Incorporation along with a check in the amount of \$78.75, which includes costs for having one copy certified.

Enclosed herein please find a self-addressed and stamped envelope so that you may forward the articles as soon as possible.

Of course, if you should have any questions concerning this matter, please do not hesitate to contact our office. Thank you.

Very truly yours,


ILEANA HAEDO, ESQ.
For the Firm

D. WHITE APR 13 2001 4✓

ARTICLES OF INCORPORATION

OF
Xan-Jade International, Inc.

The undersigned persons, have associated themselves for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be: Xan-Jade International, Inc.

ARTICLE II: DURATION

The duration of this corporation shall be perpetually or until dissolved by due process of law.

ARTICLE III: PURPOSE AND POWERS

This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may amend from time to time, and specifically but not in limitation thereof, the purpose of marketing and printing purposes.

ARTICLE IV PRINCIPLE OFFICE

Principle place of business shall be:
120 Bonaventure Boulevard, Suite 107
Weston, Florida 33326

Mailing address of business shall be:
120 Bonaventure Boulevard, Suite 107
Weston, Florida 33326

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:
Heather L. McCoy
120 Bonaventure Boulevard, Suite 107
Weston, Florida 33326

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ARTICLE VI BOARD OF DIRECTORS

The initial Board of Directors shall consist of one person, who shall serve until their successors are qualified according to the bylaws, and whose names are:

Name	Address
Heather L. McCoy President	120 Bonaventure Boulevard, Suite 107 Weston, Florida 33326
Julie Brannen Vice President	120 Bonaventure Boulevard, Suite 107 Weston, Florida 33326

ARTICLE VII INCORPORATOR

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

Heather L. McCoy
120 Bonaventure Boulevard, Suite 107
Weston, Florida 33326

ARTICLE VII CAPITAL STOCK

The authorized capital stock of the corporation shall be: 20,000
The number of Class "A" shares of common voting stock shall be 10,000
With a par value of \$1.00

The number of Class "B" share of common non-voting stock shall be 10,000 with
A par value of \$1.00

- A) Capital stock may be issued in consideration for cash, real or personal property, services rendered, promissory notes, cancellation of debts, or any other thing of value to the corporation. The Board of Directors solely shall judge the value of the property, services, right or thing acquitted in exchange for capital stock.
- B) The right to notice of and to vote any meeting of the shareholders of the corporation shall be vested in the holders of Class "A" voting stock. All shares of class "A" stock shall have equal voting rights and one vote per share.
- C) The Board of Directors shall have the sole authority to determine the declaration and payment of dividends.

ARTICLE IX PREEMPTIVE RIGHTS

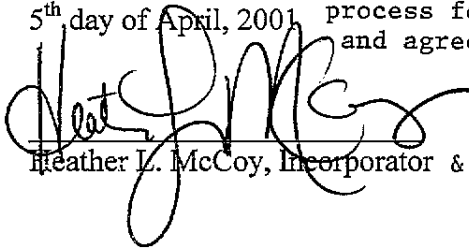
The Corporation may provide for preemptive rights of Stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-Laws.

ARTICLE X OTHER PROVISIONS

- A) No contract or other transaction between the corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer of such other corporation.
- B) Upon election of the Board of Directors by the Stockholders, such as Board shall manage the business and affairs of the Corporation, without the need of further authorization from the Stockholders, except as provided by law, or otherwise herein.
- C) The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now of hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation;
- D) The Corporation shall indemnify all officers and directors of the corporation to the fullest extent permitted by law.

The undersigned has executed these Articles of Incorporation this

5th day of April, 2001, Having been named as registered agent to accept service of process for the above stated corporation, I am familiar with and agree to act in this capacity.



Heather L. McCoy, Incorporator & Registered Agent