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GERALD Z. ROSSOW

Lawyer

4400 PGA Boulevard, Suite 700
Palm Beach Gardens, Florida 33410
Tel. +561. 630. 0335 Fax +561. 624.3709

FILED

01 MAY -4 AM 10:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 1, 2001

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*****78.50 *****78.50

Division of Corporations
Florida Department of State
PO Box 6327
Tallahassee, FL 32314

Re: International Merchandise Network, Inc.

Dear Sir or Madame:

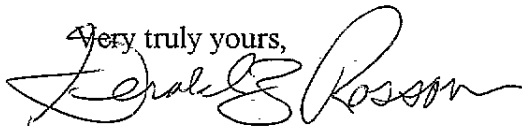
Enclosed for filing are Articles of Incorporation and Certificate of Registered Agent for the referenced corporation.

A check in the amount of \$78.50 is enclosed for the cost of incorporation. The incorporator, Thomas Bliss, at an earlier date submitted a check for \$44.00, an incorrect amount, which I believe has been retained by your department. Thus, the sum of \$78.50 is enclosed to make up the \$122.50 required..

A certificate of incorporation is required. Please return copies of the Articles and RA Certificate conformed by the date of filing at your earliest convenience.

Thank you.

Very truly yours,



Gerald Z. Rossow

CB 5-10
w01 8668

**ARTICLES OF INCORPORATION
OF
INTERNATIONAL MERCHANDISE NETWORK, INC.**

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01 MAY -4 AM 10: 12

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation:

1. The name of this corporation shall be

International Merchandise Network, Inc.

2. The corporation is to have perpetual existence.

3. The corporation may transact any and all lawful business activity permitted by the laws of the State of Florida and the United States of America.

4. The aggregate number of shares which the corporation shall have the authority to issue is 1,000. All the shares shall be common shares with a par value of \$0.10.

5. The principal office of the corporation shall be located at:

11231 N. U.S. Highway One, #333
North Palm Beach, Florida 33481

The name and address of the incorporator is:

Thomas O. Bliss
115 Lakeshore Drive, #746
North Palm Beach, FL 33408

Incorporator is over the age of twenty-one years and sui juris.

7. Pursuant to Florida Statutes, Chapter 48.091, the following named person is designated as resident agent for the corporation to accept service of process within the State of Florida.

Thomas O. Bliss
115 Lakeshore Drive
North Palm Beach, FL 33408

8. One director shall constitute the initial board of directors of the corporation, but the bylaws of the corporation may provide for increases and decreases in the number of directors as permitted by law.

9. The names and addresses of the members of the initial board of directors are:

Thomas O. Bliss
115 Lakeshore Drive, #746
North Palm Beach, Florida 33408

Nothing in these Articles of Incorporation shall be deemed to limit the powers of this corporation.

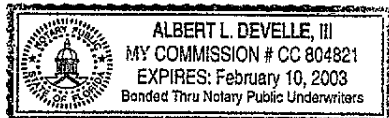
IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 30 day of April, 2001.


Thomas O. Bliss, Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 30 day of April, 2001 by Thomas O. Bliss / / personally known to me or / / who produced a Florida driver's license as identification and who did not take an oath.


Notary Public



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following is submitted in compliance with Florida Statutes, Chapter 48.091:

NETWORK *JB*
Service Inc.

Thomas O. Bliss
115 Lakeshore Drive, #746
North Palm Beach, Florida 33408

Thomas O. Bliss

Director(s):

Same as above

I agree as registered agent to accept service of process, to keep the office open during prescribed business hours, to post my name in some conspicuous place in the office as prescribed by law.

James O. Blair