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FILED

I.L.B., INC.

7027 WEST BROWARD BOULEVARD JUN 15 AM 11:26

PLANTATION, FLORIDA 33317 SECRETARY OF STATE
TALLAHASSEE FLORIDA

CALLE LAS VEGAS NO. 6

EL CARDON, NUEVO ESPARTA, VENEZUELA

14 June 2001

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

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****78.50 ****78.50

Re: I.L.B., INC.

Dear Sir or Madam:

Enclose please find the original and one (1) copy of the proposed Articles of Incorporation for the above referenced.

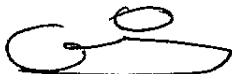
Please file the original and return a certified copy to this Office.

Enclosed is payment in the sum of \$78.50 for fees associated with the filing.

Thank you for your attention to this matter.

Very truly yours,

Daniel Dubois



D. WHITE JUN 18 2001



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
I.L.B., INC.**

The following shall constitute the Articles of Incorporation organizing a corporation under the laws of the State of Florida.

ARTICLE ONE

The name of the corporation is: I. L. B., Inc.

ARTICLE TWO

The duration of this corporation is perpetual. The corporate existence of this corporation shall commence on the date these Articles of Incorporation are executed.

ARTICLE THREE

The purpose for which this corporation is organized is to engage in the transaction of any or all lawful business for which corporations may be incorporated pursuant to chapter 607, Florida Statutes.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 1,000 shares of common stock, with a par value of \$1.00 per share.

ARTICLE FIVE

The stockholders of this corporation shall not be accorded any preemptive rights to subscribe for additional shares of the capital stock of this corporation.

ARTICLE SIX

The initial principal address for this corporation shall be located at: Calle Las Vegas, No. 6, El Cardon, Nuevo Esparta, Venezuela. The initial mailing address for the corporation shall be: #291, 7027 West Broward Boulevard, Plantation, Florida 33317.

ARTICLE SEVEN

The registered office for this corporation shall be located at 1200 South Pine Island Road, Suite 250, Plantation, Florida 33323. The name of the registered agent of this corporation located at said address is: CT Corporation System.

ARTICLE EIGHT

The initial Board of Directors shall consist of one (1) person whose name and address is: Daniel Dubois, Calle Las Vegas, No. 6, El Cardon, Nuevo Esparta, Venezuela.

The number of Directors of the corporation shall be fixed by the By-laws.

ARTICLE NINE

The name and address of the incorporator of this corporation is: Daniel Dubois, Calle Las Vegas, No. 6, El Cardon, Nuevo Esparta, Venezuela.

ARTICLE TEN

The corporation shall indemnify any and all of its directors or officers or former directors or officers, or any officer of another corporation in which it owns shares of capital stock, or of which it is a creditor against the expenses actually and necessarily incurred by them, in connection with the defenses of any action, suit or proceedings, in which they or any of them are made parties, or a party by reason of being or having been directors or officers, or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer, or former director or officer or person, shall be adjudged in such action, suit or proceedings, to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-laws, agreement, vote of stockholders, chapter 607, Florida Statutes, or otherwise.

ARTICLE ELEVEN

No contract or other transaction between the corporation and any other corporation in the absence of fraud, 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, or are directors or officers, of such other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract or transaction of the corporation or in which the corporation is interested. No contract, act or transaction of the corporation in the absence of fraud, shall be affected or invalidated by the fact that a director or directors of the corporation is a party or are parties to or interested in such person or persons, firm or corporation. Each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from thus

contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he also is a director of such subsidiary or controlled company.

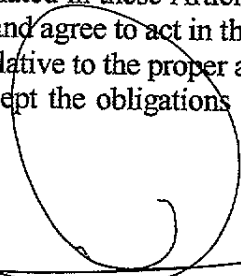
The undersigned hereby make, subscribe, acknowledge, and file these Articles of Incorporation on this 14th day of June, 2001.



Daniel Dubois, Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



PETER F. SOUZA
ASSISTANT SECRETARY

(Registered Agent's signature)

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