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To:  
Division of Corporations  
Fax Number : (850) 205 -0381

From:  
Account Name : F GUTTA CPA, PA  
Account Number : I19990000055  
Phone : (954) 452 -8813  
Fax Number : (954) 452 -8359

FLORIDA PROFIT CORPORATION OR P.A.

IBAC ASSET HOLDERS, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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B. McKnight

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**ARTICLES OF INCORPORATION  
OF  
IBAC ASSET HOLDERS, INC.**

The undersigned subscriber to these articles of incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the state of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

IBAC ASSET HOLDERS, INC.

The principal place of business of this corporation shall be 444 BRICKEL AVENUE, SUITE 421, MIAMI, FL 33131

**ARTICLE II. NATURE OF BUSINESS**

This Corporation will be mainly a real estate holding company and 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 1000 shares of common stock having \$1.00 par value per share.

**ARTICLE IV. ADDRESS**

The street address of the initial registered office of the corporation shall be, 444 Brickell Avenue, Suite 421, Miami, FL 33131. The name of the initial registered agent of the corporation at that address is Charles Tavares.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

Prepared by:

F. Gutta C.P.A.

8211 W. Broward Blvd., Suite #410

Plantation, Florida 33324

Phone: (954) 452-8813

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Fax Audit #:

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**ARTICLE VII. OFFICERS AND DIRECTORS**

This corporation shall have one officer/director, initially. The name and street address of the initial officer/ director who shall hold office for the first year of the corporation and every year thereafter until their successors are elected or appointed is:

CHARLES TAVARES -PRESIDENT  
444 BRICKELL AVENUE, SUITE 421  
MIAMI, FL 33131

**ARTICLE VIII. SUBSCRIBER**

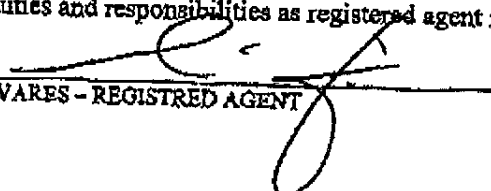
The name and street address of the subscriber to these articles of incorporation is:

CHARLES TAVARES - PRESIDENT  
444 BRICKELL AVENUE, SUITE 421  
MIAMI, FL 33131

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this  
30TH DAY OF October, 2001.

  
\_\_\_\_\_  
CHARLES TAVARES - SUBSCRIBER

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
CHARLES TAVARES - REGISTERED AGENT

Prepared by:  
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