



# PO2000090828

**We Slash Your Taxes Up to 70%**

**and Protect Your Assets Forever!**

## TRANSMITTAL LETTER

August 5, 2002

700007008917--5  
-08/09/02--01021--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

**SUBJECT: I & A Ventures Corp.**

NOTE: The name was in use but the corp that was using it is inactive.

Enclosed is an original and two (2) copies of the articles of incorporation together with a check for \$78.75 payable to the Florida Department of State which represents the filing fee and request for a certified copy.

Once the Articles have been filed please mail to:

Cheri S. Hill  
Sage International, Inc.  
1135 Terminal Way #209  
Reno NV 89502  
(775) 786-5515

FILED  
02 AUG 21 PM 1:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

If you have any questions please call me. Thanks for your assistance with this matter.

Sincerely,  
Molly Wheeler  
Administrative Assistant

mc 8/21



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

August 13, 2002

CHERI S. HILL  
SAGE INTERNATIONAL, INC.  
1135 TERMINAL WAY #209  
RENO, NV 89502

SUBJECT: I & A VENTURES CORP.  
Ref. Number: W02000023364

We have received your document for I & A VENTURES CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan  
Document Specialist  
New Filing Section

Letter Number: 102A00047940

**Articles of Incorporation**

**of**

**FILED**

**I & A Ventures Group Corp.**

**02 AUG 21 PM 1:01**

A Florida Business Corporation

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. Name. The name of the Corporation is **I & A Ventures Group Corp.**

ARTICLE II. Purpose.

The purpose for which this Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of Florida, as they may be amended from time to time.

ARTICLE III. Authorized Capital.

That the total number of voting common stock authorized that may be issued by the Corporation is **TWENTY FIVE THOUSAND (25,000)** shares of stock with **NO PAR VALUE**, and no other class of stock shall be authorized. Said shares may be issued by the corporation from time to time by the Board of Directors.

ARTICLE IV. Principal Office.

The principal place of business and mailing address of this corporation shall be:

9846 Costa Del Sol Blvd.  
Miami, FL 33178

ARTICLE V. Registered Agent.

The name and Florida street address of the initial registered agent is:

William F. Garcia  
9846 Costa Del Sol Blvd.  
Miami, FL 33178

ARTICLE VI. Board of Directors.

The initial board of directors shall consist of Two (2) Director(s). The names and addresses of the persons who are to serve as the directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

William F. Garcia  
Marlene DeRosso

9846 Costa Del Sol Blvd., Miami, FL 33178  
9846 Costa Del Sol Blvd., Miami, FL 33178

The number of persons to serve on the board of directors thereafter shall be fixed by the Bylaws.

ARTICLE VII. Incorporators.

The name and address of the incorporator is:

Cheri S. Hill 1135 Terminal Way, Suite 209 , Reno, NV 89502

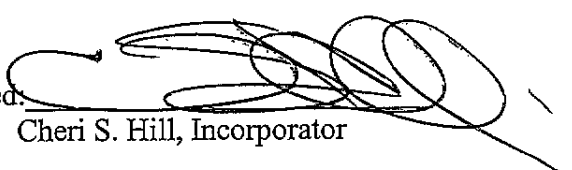
ARTICLE VIII. Indemnification of Officers, Directors, Employees and Agents.

The Corporation shall indemnify any person who incurs expenses or liabilities by reason of the fact he or she is or was an officer, director, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

ARTICLE IX. Limitation of Liability.

To the fullest extent permitted by the laws of the State of Florida, as the same exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for any action taken or any failure to take any action as a director. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or omission of a director of the Corporation occurring prior to such repeal, amendment or modification.

EXECUTED on August 5, 2002 by all of the incorporators.

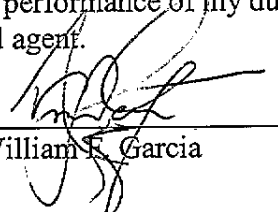
Signed: 

Cheri S. Hill, Incorporator

FILED  
02 AUG 21 PM 1:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Acceptance of Appointment by Registered Agent**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signed: 

William F. Garcia

August 5, 2002