

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PA 000107765

ITBD International INC

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*****70.00 *****70.00

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_____	Art of Inc. File
_____	LTD Partnership File
_____	Foreign Corp. File
_____	L.C. File
_____	Fictitious Name File
_____	Trade/Service Mark
_____	Merger File
_____	Art. of Amend. File
_____	RA Resignation
_____	Dissolution / Withdrawal
_____	Annual Report / Reinstatement
_____	Cert. Copy
_____	Photo Copy
_____	Certificate of Good Standing
_____	Certificate of Status
_____	Certificate of Fictitious Name
_____	Corp Record Search
_____	Officer Search
_____	Fictitious Search
_____	Fictitious Owner Search
_____	Vehicle Search
_____	Driving Record
_____	UCC 1 or 3 File
_____	UCC 11 Search
_____	UCC 11 Retrieval
_____	Courier

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02 OCT -7 AM 11:05
FILED
02 OCT -7 PM 12:23
SECRETARY OF STATE
DIVISION OF CORPORATIONS

OCT 07 2002

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Signature

Requested by: *SW*

10/7

Name

Date

Time

Walk-In

Will Pick Up

ARTICLES OF INCORPORATION

OF

ITBD INTERNATIONAL, INC.

ARTICLE I

Name

1.1. The name of the corporation is **ITBD INTERNATIONAL, INC.**

ARTICLE II

Duration

2.1 This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III

Purpose

3.1 This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

4.1 This corporation is authorized to issue 1000 shares of stock of \$1.00 par value common stock.

ARTICLE V

Preemptive Rights

5.1 Should the capital stock be increased at any time, the stockholders at the time of such increase shall be entitled to a pro-rata share of such increase upon payment for the shares at the price at which the shares are offered to others.

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ARTICLE VI

Initial Registered Office and Agent

6.1 The street address of the initial registered office of this corporation is 5999 Central Avenue, Suite 202, St. Petersburg, FL 33710, and the name of the initial registered agent of this corporation is D & B Corporate Services, Inc.

6.2 The corporation's initial principal place of business will be:

2800 Leprechaun Lane
Palm Harbor, FL 34683

ARTICLE VII

Initial Board of Directors

7.1 This corporation shall have one director initially.

7.2 The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1).

7.3 The names and addresses of the initial directors of this corporation:

JOHN J. GRADEN
2800 Leprechaun Lane
Palm Harbor, FL 34683

ARTICLE VIII

Incorporator

8.1 The name and address of the person signing these Articles is:

JOHN J. GRADEN
2800 Leprechaun Lane
Palm Harbor, FL 34683

ARTICLE IX

Indemnification

9.1 The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X

Amendment

10.1 This corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28 day of September, 2002.



JOHN J. GRADEN

STATE OF FLORIDA)
COUNTY OF PINELLAS)

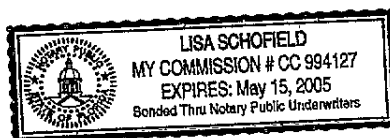
BEFORE ME, the undersigned authority, personally appeared JOHN J. GRADEN, well known to me to be the person described above, and who did take an oath and acknowledge to me that he executed the same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 28 day of September, 2002.



NOTARY PUBLIC

My Commission Expires:



CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for **ITBD INTERNATIONAL, INC.**, at the registered office designated in the Articles of Incorporation, the undersigned hereby accepts the designation of Registered Agent.

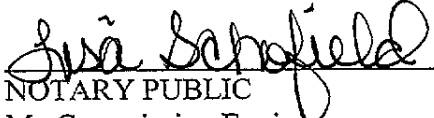
D & B CORPORATE SERVICES, INC.

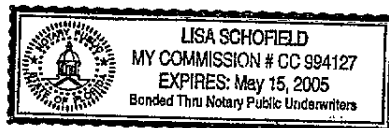
By: 
BRIAN P. DEEB, ESQUIRE

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared BRIAN P. DEEB, who is personally known to me and who did take an oath and acknowledge that he executed the foregoing Consent of Registered Agent for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 28 day of September, 2002.


NOTARY PUBLIC
My Commission Expires.



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