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To:

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

From:

Account Name : FERNAND LAMOTHE, INC.
Account Number : 105057001570
Phone : (954) 922-1313
Fax Number : (954) 922-9569

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FLORIDA PROFIT CORPORATION OR P.A.

ICM GROUP INC.

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ARTICLES OF INCORPORATION
OF
ICM GROUP INC.

The undersigned incorporator, for the purposes 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 shall be "ICM GROUP INC."

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is 1401 Dewey Street, Hollywood, FL 33020

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock, par value \$ 1.00 per share.

ARTICLE IV PURPOSE

The Corporation 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.

Fernand Lamothe
1401 Dewey Street
Hollywood, FL 33020
(954) 922- 1313

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ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Fernand Lamothe, 1401 Dewey Street, Hollywood, Florida 33020.

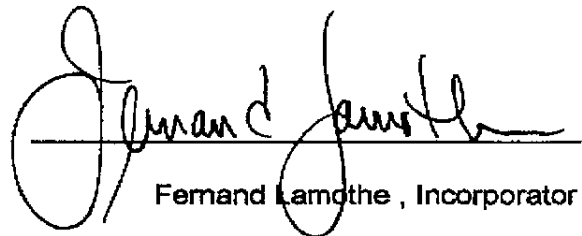
ARTICLE VI INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Fernand Lamothe
1401 Dewey Street,
Hollywood, Florida, 33020

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the director are Thierry Sparfel, President and Dominique Sparfel, Secretary, 6810 North St-Andrews Dr., Miami, Florida, 33015.

The undersigned has executed these Articles of Incorporation this 21st day of October, 2002.


Fernand Lamothe, Incorporator

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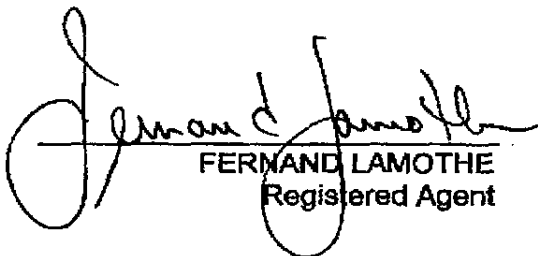
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CERTIFICATE DESIGNATING THE ADDRESS

AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named to accept service of process for Corporation, at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: October 21, 2002.


FERNAND LAMOTHE
Registered Agent

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