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W03-13126

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2003 MAY -9 PM 1:14

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA 03 MAY -7 AM 11:00

DIVISION OF CORPORATION

5-09-03

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LAZARUS CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. IPI ON-LTD, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 7, 2003

LAZARUS

SUBJECT: IPI UN-LTD, INC.
Ref. Number: W03000013126

We have received your document for IPI UN-LTD, INC. 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 use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

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) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 203A00028346

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03 MAY -9 PM 12:06
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF**

IPI UNLIMITED, INC.

The undersigned person, acting as incorporator of a corporation organized under the laws of Texas, hereby adopt the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is: *IPI UNLIMITED, INC.*

**ARTICLE II
SHARES**

The total number of shares which the corporation shall have authority to issue is 1000, shares of par value with a par value of \$1.00 per share.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such addresses is:

**HUMBERTO CASTILLA
13700 SW 62 STREET, UNIT 115
MIAMI, FL 33183
MIAMI-DADE COUNTY**

THE PRINCIPAL ADDRESS IS THE SAME.

**ARTICLE IV
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2003 MAY -9 PM 1:14

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**ARTICLE V
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

HUMBERTO CASTILLA (P)
13700 SW 62 STREET, UNIT 115
MIAMI, FL 33183
MIAMI-DADE COUNTY

JOSE VARELA (VP)
13700 SW 62 STREET, UNIT 115
MIAMI, FL 33183
MIAMI-DADE COUNTY

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

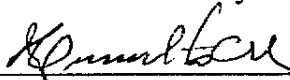
**ARTICLE VI
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporations shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (I) breaches of the duty of loyalty, (II) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (III) declaration of unlawful dividends or unlawful stock repurchases or redemption's, or (IV) a transaction from the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

CERTIFICATION


I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



HUMBERTO CASTILLA, Incorporator
13700 SW 62 STREET, UNIT 115
MIAMI, FL 33183

ACCEPTANCE OF REGISTER AGENT

The undersigned hereby accepts appointment as initial register agent of the above Corporation.



HUMBERTO CASTILLA