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NAME: ING HOLDINGS, INC

TYPE OF FILING: ARTICLES OF INCORPORATION

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ARTICLES OF INCORPORATION
of
ING HOLDINGS, INC.

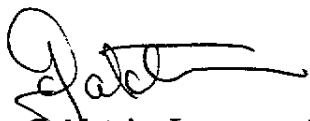
The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

1. The name of the corporation shall be:
ING HOLDINGS, INC.
2. The principal place of business and mailing address of this corporation shall be:
15443 Fiorenza Circle Delray Beach, FL 33446
3. The purposes for which the corporation is organized are:
To engage in any lawful act or activity for which corporations may be formed under the General Corporations Law, provided that the corporation shall not engage in any act or activity which requires the consent or approval of any State official, department, board, agency or any other body, without first having obtained such consent.

For the accomplishment of the aforesaid purposes, and in furtherance thereof, the corporation shall have and may exercise all of the powers conferred by the General Corporation Law upon corporations formed thereunder, subject to any limitations contained in any statute of the State of Florida.

4. The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **200** shares with no par value.
5. The name and the street address of the initial registered agent is:
Ira Goldstein
15443 Fiorenza Circle Delray Beach, FL 33446
6. The names and the street addresses of the incorporators to these Articles of Incorporation are:
Ira Goldstein
15443 Fiorenza Circle Delray Beach, FL 33446

The undersigned incorporator has executed these Articles of Incorporation this 12th day of June, 2003.



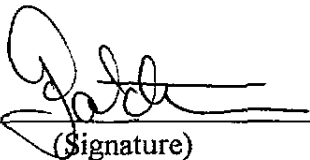
Ira Goldstein, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:
ING HOLDINGS, INC.
2. The name and address of the registered agent and office is:
Ira Goldstein
15443 Fiorenza Circle
Delray Beach, FL 33446

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.



(Signature)

06/12/2003
(Date)

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