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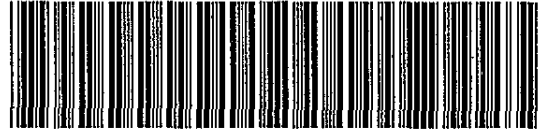☐ PICK-UP   ☐ WAIT   ☐ MAIL

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(Business Entity Name)

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(Document Number)

Certified Copies _____   Certificates of Status _____

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ARTICLES OF INCORPORATION
OF
ICS INTERNATIONAL, INC.
A FLORIDA CORPORATION

The undersigned, acting as Incorporator of ICS International, Inc., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is ICS International, Inc., and the street address of the initial principal office of the Corporation is 15977 Brier Creek Drive, Suite 100, Delray Beach, Fl 33446.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Hundred Million (100,000,000.) shares of no par value Common Stock.

The Corporation is authorized to issue Five Million (5,000,000)shares of preferred stock, in various series which, from time to time, as may be decided by the Corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is c/o Frank, Weinberg & Black, PL., 7805 S.W. 6th Court, Plantation, Florida 33324, and the name of the initial Registered Agent of the Corporation at that address is Joel M. McTague.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporations shall have three (3) categories of Board of Directors and at least one Director in each class. The Class One Board of Directors shall stand for election for a three (3) year term upon the first annual meeting of the Shareholders. The Class Two Board of Directors shall stand for election at the second annual meeting of the Shareholders and serve for a three (3) year term thereafter. The Class Three Board of Directors shall be elected at the third Annual Meeting of the Shareholders and shall be elected for a three (3) year term thereunder. The initial Directors who shall serve their term until their successors shall have been duly elected and qualified or until their early resignation, removal from office, or death; are

Category I   Robert Rosen
15977 Brier Creek Drive
Suite 100
Delray Beach, Fl 33446

Category II   David Fater
15977 Brier Creek Drive
Suite 100
Delray Beach, Fl 33446

Category III   Richard Cohen
15977 Brier Creek Drive
Suite 100
Delray Beach, Fl 33446

If and when the Company enlarges the Board of Directors, each category of Director shall be allocated a new Director equally or approximately equally as the case may be.

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of the Corporation is Joel M. McTague, Frank, Weinberg & Black, PL., 7805 S.W. 6th Court, Plantation, Florida 33324.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 27th day of July, 2004.
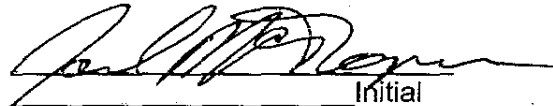
Joel M. McTague, Incorporator

2

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for Joel M. McTague, at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent.

Dated:_____   By: _____ Initial

Registered Agent

H:\Joel M\law\alda2\Articles of Incorporation.wpd