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CORPORATION(S) NAME

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Acknowledgment

W.P. Varifier

ARTICLES OF INCORPORATION

OF

IVY INTERNATIONAL INVESTMENTS, INC.

THE UNDERSIGNED, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is:

IVY INTERNATIONAL INVESTMENTS, INC.

ARTICLE II

DURATION

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

ARTICLE III

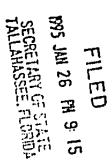
PURPOSE

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

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue one hundred shares of no par value per share.



ARTICLE V

QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's By-Laws, all of the shared entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VI

INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time in the manner provided in the By-Laws, but shall never be less than three. The name and address of the initial directors and officers of the corporation are as follows:

DAVE F. IVY 4 N. FEDERAL HIGHWAY DANIA, FLORIDA 33004 President, Treasurer, Secretary, Director, and Registered Agent

JAG KUNDI 4 N. FEDERAL HIGHWAY DANIA, FL 33004 Vice President, Director

ARTICLE VIII

RESTRICTIONS ON TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the Corporation's By-Laws, no shares of the capital stock of this Corporation may be transferred without the prior approval of the Corporation's Board of Directors.

ARTICLE IX

AUTHORIZATION FOR SUBCHAPTER S CORPORATE STATUS

The Corporation is hereby authorized to be established to act as a Subchapter S Corporation pursuant to the Internal Revenue Code. IN WITNESS WHEREOF, I have subscribed my name this 25 day of January,

DAVID IVY, PRESIDENT

STATE OF FLORIDA

)SS

COUNTY OF BROWARD

ON THIS DAY, before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared, DAVID IVY, known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

YN WITNESS WHEREOF, I have hereunto set my hand and official seal on this

day of January, 1995.

NOTARY PUBLIC, STATE OF PLORIDA My Commission Expires:

CYNTHIA STAFFORD
MY COMMISSION # CC 162690
ECPIRES: Murch 23, 1996
Bonded Thru Notary Public Underwriters

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted, in compilance with said Act:

That IVY INTERNATIONAL INVESTMENTS, INC. desiring to organize under the laws of the State of Fiorida, with its principal office, as indicated in the articles of incorporation at City of Dania, County of Broward, State of Fiorida, has named DAVID IVY, located at 4 N. Federal Highway, Dania, FL 33004, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY: DAVID IVY, Registered Agent

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SECRETARY OF STATE
AND ANASSES EN CRIDA