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HONIG, KAPLAN & SEGALL, P.A.

ATTORNEYS AT LAW

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OF COUNSEL
STEVEN M. HONIG†
*ALSO ADMITTED IN MA.
†ADMITTED IN N.J. ONLY

February 24, 1995

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

900001417229
-02/28/95--01073--010
*****70.00 *****70.00

Re: Innovative Resource Group, Inc.

Dear Sir/Madam:

In connection with the filing of the above referenced corporation enclosed please find the following:

1. Original Articles of Incorporation and one copy;
2. Check of Honig, Kaplan & Segall, P.A. in the amount of \$70.00 to cover filing fees and costs.

Please return all correspondence to the above address and contact the undersigned immediately should there be any problems with the filing.

Thank you for your cooperation.

Sincerely,

HONIG, KAPLAN & SEGALL, P.A.

Gary D. Honig
For the Firm

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 FEB 27 PM 12:45

FILED

MAH
3-1-95

ARTICLES OF INCORPORATION
OF
INNOVATIVE RESOURCE GROUP, INC.

FILED
95 DEC 27 PM 40
RECEIVED
TALLAHASSEE

ARTICLE I
NAME

The name of the Corporation is Innovative Resource Group, Inc.

ARTICLE II
PURPOSES

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE III
STOCK

This Corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV
REGISTERED AGENT

The street address of the initial registered office of this Corporation is Honig, Kaplan & Segall, P.A., 2500 East Hallandale Beach Boulevard, Suite 707-B, Hallandale, Fl, 33009 and the name of the initial registered agent at that address is Gary D. Honig, Esq.

ARTICLE V
DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The name and address of the initial director of this Corporation are:

Ben Khoshnood
1498 N.W. 3rd Street
Deerfield Beach, Fl 33442

Robert McGlynn
1498 N.W. 3rd Street
Deerfield Beach, Fl 33442

ARTICLE VI
INCORPORATOR

The name and address of the incorporator of this Corporation is:

Gary D. Honig
2500 East Hallandale Beach Boulevard
Suite 707-B
Hallandale, Fl, 33009

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the Corporation is:

1498 N.W. 3rd Street
Deerfield Beach, Fl 33442

**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23rd day of February, 1995.



Gary D. Honig, Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.



Gary D. Honig, Registered Agent