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STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: SERGE, INC.
FAX AUDIT NUMBER: H95000004998
DATE REQUESTED: 06/03/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 6
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
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95 JUN -4 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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CLERK



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 4, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: SERGE, INC.
REF: W95000009497

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Steven Godfrey
Corporate Specialist

FAX Aud. #: W95000004996
Letter Number: 495A00021825

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

SERGE P., INC.

⑤

THE UNDERSIGNED SUBSCRIBER (INCORPORATOR) to these Articles of Incorporation, desiring to organize a corporation for the purposes hereinafter stated, pursuant to the Laws of the State of Florida, hereby certifies as follows:

ARTICLE I - NAME

The name of this corporation is SERGE P., INC.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation may engage or transact in any or all lawful activities or business permitted under the Laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of \$1.00 par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

This instrument was prepared by:

Ira S. Silver, Esq.
Silver & Silver
160 S.E. 2nd Avenue
Suite 500
Miami, FL 33131

(305) 374-4288
FBN.*221351

FILED
95 MAY -4 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 95000004996

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation is 20281 E. Country Club Drive, Unit 1810, North Miami Beach, Florida 33180. The name of the initial registered agent is Alex Gelman, 20281 E. Country Club Drive, Unit 1810, North Miami Beach, FL 33180.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Serguay Pojidaev
President

20281 E. Country Club Drive
Unit 1810
North Miami Beach, FL 33180

Alex Gelman
Secretary/Treasurer

20281 E. Country Club Drive
Unit 1810
North Miami Beach, FL 33180

ARTICLE VIII - INCORPORATORS

The name and address of the person(s) signing these Articles of Incorporation is(are):

Alex Gelman

20281 E. Country Club Drive
Unit 1810
North Miami Beach, FL 33180

ARTICLES IX - POWERS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director to the full extent permitted by law.

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ARTICLE XII - SHAREHOLDER AGREEMENT

The shareholders of this corporation may at any time from time to time enter into shareholder agreements not inconsistent with the powers of authority conferred by law, but including provisions which by law is required to be permitted to be set forth in the by-laws of the corporation.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, any right conferred upon the shareholders subject to this reservation.

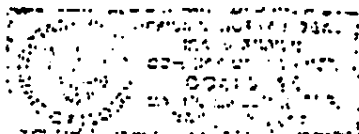
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 1 day of May, 1995.

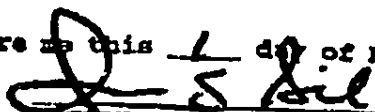

Alex Gelman, Secretary/Treas.

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, Alex Gelman, to me well known to be the persons who executed the foregoing Article of Incorporation, and acknowledged to me that they executed the same for the purposes herein stated.

SWORN TO AND SUBSCRIBED before me this 1 day of May, 1995.



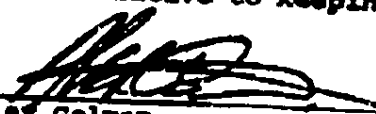

NOTARY PUBLIC IRA S. SILVERMAN
My Commission Expires:

H95000004996

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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept services of process for the above styled corporation, at place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


Alex Gelman
REGISTERED AGENT

{corp\seorge}

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95 MAY -4 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 33401-6194
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: BASIC AMENDMENT

NAME: SERGE P., INC.
FAX AUDIT NUMBER: H95000008041
DATE REQUESTED: 05/30/1995
CERTIFIED COPIES: 0
NUMBER OF PAGES: 3
ESTIMATED CHARGE: \$35.00
CURRENT STATUS: REQUESTED
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ACCOUNT NUMBER: 072450003255

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Moritham
Secretary of State

May 31, 1995

SERGE P., INC.
20281 E. COUNTRY CLUB DRIVE
UNIT 1810
NORTH MIAMI BEACH, FL 33180

SUBJECT: SERGE P., INC.
REF: P95000035175

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H95000006041
Letter Number: 595A00027218

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

*Sec.
Director.*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Serge P., Inc.

P95000035175

(PRESENT NAME)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

To change the name of the corporation to INTERNATIONAL ASSOCIATES GROUP, INC.

FILED
JUN - 1 1995
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification, cancellation of issued shares, provisions for implementation, the amendment if not contained in the amendment itself, as follows:

Silver & Silver
150 SE 2nd Ave.
#500
Miami, FL 33131
(305) 74-4888
IRA S. SILVER, ESQ.
FL. Bar NO. 221351

H95000006042

H95000006041

W95000006041

THIRD: The date of each amendment's adoption: May 30, 1995

FOURTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 30th of May, 19 95.

Signature [Signature]
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Alex Gelman

Typed or printed name

Incorporator
Title

/ Secretary / Director

W95000006041