

THANK YOU
from
Your Capital Connection

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUN -2 PM 2:14

ARTICLES OF INCORPORATION
OF
THE ASIAN CONSORTIUM, INC.

The undersigned subscribers, being natural persons to contract, and for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation shall be The Asian Consortium, Inc.

ARTICLE TWO

This corporation shall have a perpetual existence unless sooner dissolved according to law, and shall commence corporate existence upon the filing of these Articles by the Department of State.

ARTICLE THREE

This corporation is organized for the purpose of transacting, conducting, carrying on, operating, and engaging in the business of international trade and investments, the participation in international joint ventures, consulting, any and all subsidiary, necessary, ancillary, or convenient activities for the purposes of carrying out and effecting the objectives of the corporation, and in respect thereto, and to transact and engage in any activity or business permitted under the Laws of the State of Florida, and of the United States of America.

ARTICLE FOUR

This corporation is authorized to issue One Million (1,000,000) shares of stock at a par value of One Cent (\$.01) per share common stock which shall be designated "Common Stock".

ARTICLE FIVE

Every shareholder, upon the sale for cash 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 the issuance of fractional shares), at the price at which it is offered to others.

ARTICLE SIX

The street address of the initial registered office of this corporation is 2780 B Park Drive, Clearwater, Florida, 34623, and the name of the initial registered agent of this corporation is Michael J. McKinney, whose office and mailing address is the same as the initial registered office address. */ principal address*

ARTICLE SEVEN

This corporation will have Two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws of this corporation, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Michael J. McKinney
2780 B Park Drive
Clearwater, Florida, 34623

Arthur J. Brooks
2192 Swedish Drive #8
Clearwater, Florida 34623

ARTICLE EIGHT

The names and street addresses of the officers of this corporation, who, subject to the provisions of the certificate of incorporation, shall hold office for the first year of the corporation's existence, or until their respective successors are elected and have qualified are:

NAME AND OFFICE:

Michael J. McKinney
President, Treasurer

ADDRESS:

2780 B Park Drive
Clearwater, Florida 34623

Arthur J. Brooks
Vice-President, Secretary

2192 Swedish Drive #8
Clearwater, Florida 34623

ARTICLE NINE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone, as provided by law.

ARTICLE TEN

The Directors of this corporation may take action by written consent, as provided by law.

ARTICLE ELEVEN

This corporation shall indemnify any officer or director, or any former officer or director to the fullest extent permitted by law.

ARTICLE TWELVE

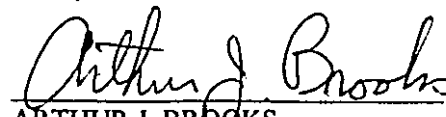
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, any right conferred upon the shareholders is subject to this reservation.

ARTICLE THIRTEEN

The names of the persons signing these Articles of Incorporation as incorporators are Michael J. McKinney and Arthur J. Brooks.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation in duplicate on this 31 day of May, 1995.

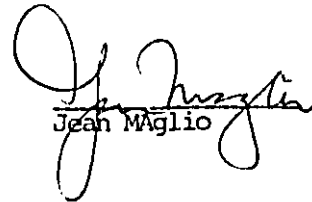

MICHAEL J. MCKINNEY
Incorporator

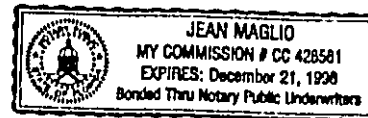

ARTHUR J. BROOKS
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS:

BEFORE ME, personally appeared Michael J. McKinney and Arthur J. Brooks, to me known, and well know to me to be the persons described in and who have executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same for the uses and purposes therein expressed.

Identified by MA. DR. LIC #010324142
U.S. PASSport #F1015394


Jean Maglio



STATEMENT OF REGISTERED AGENT ACCEPTING APPOINTMENT
OF REGISTERED AGENT AND DESIGNATION OF REGISTERED
OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 2 PM 2:15

Pursuant to Sections 48 091 and 607 034, Florida Statutes, the following is submitted in compliance with said Act:

First, The Asian Consortium, Inc. desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, at the City of Clearwater, County of Pinellas, State of Florida, has named Michael J. McKinney, whose address is 2780 B Park Drive, Clearwater, County of Pinellas, State of Florida, as its Registered Agent.

ACKNOWLEDGMENT:

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 to act as registered agent and agree to comply with the above-referenced act.

BY

Michael J. McKinney
MICHAEL J. MCKINNEY
Registered Agent

