

P95000054573

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8670
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____
PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee _____ Our \$ _____

95 JUN 23 PM 1:52
TALLAHASSEE, FL 32302

~~509,619~~

Dmc
7/14/95

2095-14202
2095-12802
JB 6/23/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY AAK _____

WALK-IN Will Pick Up 6:22 1200

RE The mode, Inc

	C.C. FEE.	DISBURSED
<input type="checkbox"/> CapHal Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		
SUBTOTALS		

800001520478
JB 7/22/95 01015-020
***122.50

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED

95 JUN 23 AM 10:12
DIVISION OF CORPORATION

June 22, 1995

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: IA MODA, INC.
Ref. Number: W95000012802

We have received your document for IA MODA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide an English translation for the entity's name in your cover letter.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Bundick
Corporate Specialist

Letter Number: 895A00030762

Corrected

LAW OFFICES OF
GARFINKEL, PALMER & GENEROTTI

ORLANDO OFFICE
TOWER PLACE AT THE SUMMIT
1000 SUMMIT TOWER BOULEVARD
SUITE 700
ORLANDO, FLORIDA 32810

(407) 878 3400
TELEFAX (407) 878 0739

June 20, 1995

REPLY TO ORLANDO

FORT LAUDERDALE OFFICE
CITIZENS AND SOUTHERN BANK BUILDING
ONE FINANCIAL PLAZA - SUITE 2111
FORT LAUDERDALE, FLORIDA 33394

(305) 523 2440
ORLANDO (407) 382-8068
TELEFAX (305) 523 0037

Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Ia Moda, Inc.

Gentlemen:

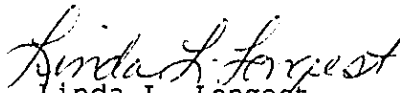
Enclosed you will find Articles of Incorporation for filing with an additional copy, which I would appreciate your certifying and returning to me in the enclosed envelope.

Also enclosed is our Trust account check in the amount of \$122.50 to cover the filing fee, certified copy and registered agent fee.

Please contact me if anything further is needed.

Thank you for your assistance in this regard.

Sincerely,


Linda L. Longest
Paralegal

enclosure(s)



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthain
Secretary of State

June 23, 1995

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: IA MODA, INC.
Ref. Number: W95000012802

We have received your document for IA MODA, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Bundick
Corporate Specialist

Letter Number: 895A00031031

file as of June 23/1995

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY AAK _____

WALK-IN Will Pick Up 7:14 1200

RE: Ertan, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		
SUBTOTALS _____		

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
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THANK YOU
 from
 Your Capital Connection



RECEIVED

95 JUL 14 PM 12:33

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

July 14, 1995

Sandra B. Mortham
Secretary of State

CAPITAL CONNECTION, INC.
417 E VIRGINIA ST SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: ERTAN, INC.
Ref. Number: W95000014202

We have received your document for ERTAN, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 896A00030892

Corrected

ARTICLES OF INCORPORATION

OF

ERTAN, INC.

FILED

95 JUN 23 PM 1:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: The name of the Corporation shall be:
ERTAN, INC.

ARTICLE II

ADDRESS: The address of the principal office of the
Corporation in the State of Florida shall be:

8445 International Drive, Suite 141
Orlando, Florida 32819

The Board of Directors may from time to time move the
principal office to any other address in the State of Florida.

ARTICLE III

NATURE OF BUSINESS: The general nature of the business to
be conducted by said Corporation shall be and is as follows:

(a) IN GENERAL, and in connection with the following, this
Corporation has been organized for the purpose of conducting any
and all lawful business for which corporations may be organized
under the laws of the State of Florida, it being expressly
provided that the enumeration of the objects, powers and purposes
hereinafter specified shall not be held to limit or restrict in
any manner the objects, powers and purposes of the Corporation,
and none of the clauses contained in this Article shall be in
anywise limited and restricted by reference to the terms of any
other clauses, objects or purposes set forth in this Article, or
in any other Article hereof, but that objects, powers and
purposes specified in each of the clauses of this Article shall
be regarded as independent and cumulative purposes, powers and
objects.

(b) To purchase or otherwise acquire, construct,
manufacture, make and fabricate, and to hold, own use, manage,
repair, improve and utilize, and to sell, pledge, hypothecate,
mortgage, lease, transfer and otherwise dispose of, and to

export, import, trade and deal in and with goods, wares, merchandise, and personal property of every character and description, as principal, agent or broker, and to carry on a general mercantile and commercial business in any part of the world.

(c) To acquire by subscription, purchase or otherwise, to hold for investment or resale, to mortgage, pledge, hypothecate, and to sell or otherwise dispose of, and in all ways to deal in and with, as principal or agent, and upon commission or otherwise, stocks, bonds, notes, debentures, mortgages, certificates of indebtedness, and other obligations and securities of corporations, private or public, domestic or foreign, and of municipal and governmental subdivisions, agencies and authorities, and notes, mortgages and other obligations of individuals, and investment securities and chooses in action generally, with power to issue its own securities in exchange therefor to the extent permitted by the Corporation laws of the State of Florida; and to collect the interest dividend on its holdings as well as the principal thereof; to make advances upon or for the benefit of, and to do all things equitable and proper for the protection, conservation and enhancement of value of any securities, choses in action, properties or investments held by it; and to possess and exercise, in respect to any thereof, all the rights, powers and privileges of individual owners or holders thereof, and to exercise any and all voting power thereon with respect thereto.

(d) Without limit as to amount, to borrow money for the purposes of the Corporation, to draw, make, accept, endorse, discount, execute, issue and transfer promissory notes, debentures, bills of exchange, bonds, warrants and other negotiable or transferable instruments, and to execute, issue, sell and dispose of bonds, notes, debentures and other obligation]debentures, bills of exchange, bonds, warrants and other negotiable or transferable instruments, and to execute, issue, sell and dispose of bonds, notes, debentures and other obligations of the Corporation from time to time for any of its

objects and purposes, without or with security and, if so determined, to secure the same by mortgage, pledge, deed of trust, or otherwise.

(e) To acquire the good will, rights and property, and the whole or any part of the assets, tangible or intangible, and to undertake or in any way assume the liabilities of any person, firm, association or corporation; to pay for the said goodwill, rights, property and assets in cash, the stock of the corporation, bonds or otherwise, or by undertaking the whole or any part of the liabilities of the transferor; to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired, and to exercise all the powers necessary or convenient n and about the conduct and management of such business.

(f) To aid by loan, subsidy, guaranty or in any other manner whatsoever, any corporation, firm, syndicate, association or individual to the extent that the Board of Directors may deem advisable to promote the business, interest and purposes of the Corporation, and any Corporation whose stocks, bonds, securities or other obligations are in any manner, either directly or indirectly, held or guaranteed by the Corporation; and to do any and all other acts or things toward the preservation, protection, improvement or enhancement in value of any stocks, bonds, securities or other obligations, and to do any or all such acts or things designed to accomplish any such purpose.

(g) To employ its surplus earnings or accumulated profits from time to time as its Board of Directors may determine, to purchase or otherwise dispose of or turn to account, as its Board of Directors may from time to time determine the stocks, bonds, debentures or other securities of this Corporation, to the extent permitted by law.

(h) To enter into, make, perform and carry out contracts for any lawful purpose pertaining to the business of the Corporation, without limit as to amount, with any person, firm, syndicate, committee, association or corporation, or municipal or

government board, body, bureau, authority or agency, domestic or foreign, now or hereafter to be organized.

(i) To have one or more offices and to carry on its operations and to transact its business and promote its objects and purposes within the State of Florida or elsewhere, either alone or with other companies, firms or individuals, without restriction as to place or amount, and to have, use, exercise and enjoy all the general powers of like corporation; and to do all and every act or acts, thing or things, necessary, suitable or proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinabove set forth, or incidental or pertaining to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof, provided the same be consistent with the laws under which this Corporation is organized.

ARTICLE IV

CAPITAL STOCK: The amount of the authorized capital stock of the Corporation, being the maximum number and the classes of shares of stock that the Corporation is authorized to have outstanding at any one time, shall be Ten Thousand (10,000) shares of common voting stock, having a par value of (\$0.01) per share. All stock issued shall be fully paid and non-assessable.

ARTICLE V

EXISTENCE: The Corporation shall have perpetual existence.

ARTICLE VI

DIRECTORS: The initial number of the directors of this Corporation shall be one (1) provided, however, that the number of directors may be changed from time to time to not more than fifteen (15) in accordance with the Bylaws of the Corporation as shall from time to time be in force and effect, but shall never be less than one (1).

ARTICLE VII

INITIAL DIRECTORS: The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions of the Bylaws and these Articles of Incorporation, shall hold office until the first annual meeting of the stockholders of the Corporation or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Ates Ertan Director/President	8445 International Drive Suite 141 Orlando, Florida 32819
Chu Fehg Cheng Secretary/Treasurer	8445 International Drive Suite 141 Orlando, Florida 32819

ARTICLE VIII

INCORPORATORS: The name and post office address of the incorporator of these Articles of Incorporation:

<u>NAME</u>	<u>ADDRESS:</u>
CHUNG M. DAI	8445 International Drive Suite 141 Orlando, Florida 32819

ARTICLE IX

REGISTERED OFFICE AND AGENT: The street address of the registered office of this Corporation is 8445 International Drive, Suite 141, Orlando, Florida 32819 and the name of the initial registered agent of the Corporation at that address is Ates Ertan.

ARTICLE X

INDEMNIFICATION OF OFFICERS AND DIRECTORS: The Corporation shall indemnify any officer or director, or any former officers or directors, to the full extent permitted by law.

ARTICLE XI

CONDUCT OF AFFAIRS OF CORPORATION: In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the Corporation:

(a) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Bylaws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the Corporation except such as may be by statute, or by the Articles of Incorporation or amendment thereto, or by the Bylaws as constituted from time to time, expressly conferred upon or reserved upon or reserved to the stockholders.

(b) Authorized shares of the capital stock of the Corporation shall be issued only for a consideration having a value in the judgment of the Board of Directors at least equivalent to the full par value stock. Nothing herein contained shall however restrict the issuance of any such stock by the Corporation for a consideration of more than the par value of said stock.

(c) The initial Bylaws may be adopted by the incorporators hereto. Such Bylaws may be amended, altered or repealed only by the stockholders of the Corporation by affirmative vote of the holders of a majority of the common stock outstanding and entitled to be voted. No such Bylaws shall be in conflict with the provisions of the Articles of Incorporation or of any outstanding prior agreements of the stockholders which appear of record in the minute book or other records of the Corporation.

(d) The Corporation shall have such officers as may from time to time be provided in the Bylaws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the Bylaws or as may be determined from time to time by the Board of Directors subject to the Bylaws.

(e) At all elections of directors, each shareholder who is entitled to vote at an election of directors has the right to vote the number of shares owned by him for as many persons as there are directors to be elected and for whose election he has a right to vote. Shareholders do not have a right to cumulate their votes for directors.

(f) No contract or other transaction between the Corporation and any other firm, association or corporation shall be affected or invalidated by the fact that any one or more of the directors is or are interested in or is a member, director or officer, or are members, directors or officers of such other firm or corporation and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the Corporation or in which the Corporation is interested; and no contract, act or transaction of the Corporation with any person, firm, association or corporation shall be affected or invalidated by the fact that any director or directors of the Corporation is a party or are parties to or interested in such contract, act or transaction or in any way connected with such person, firm, association or corporation, and each is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be interested.

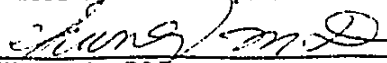
ARTICLE XII

AMENDMENTS: The Corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law and all rights conferred upon the stockholders herein are granted subject to this reservation. Every such amendment shall be approved by the holders of at least a majority of the outstanding capital stock.

IN WITNESS WHEREOF, I, Chung M. Dai the undersigned subscribing incorporator have hereunto set my hand and seal this 13 day of June, 1995, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make, subscribe,

acknowledge and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

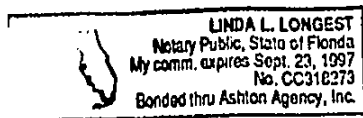
The articles of incorporation were executed by an incorporator.

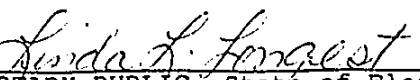

CHUNG M. DAI
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

Before me personally appeared CHUNG M. DAI this 13th day of June, and she is, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation and they acknowledged before me that he made, subscribed and acknowledged the foregoing Articles of Incorporation as their voluntary act and deed, and the facts set forth therein are true and correct.

WITNESS my hand and official seal this 13th day of June, 1995.




NOTARY PUBLIC, State of Florida
at Large Linda L. LONGEST

My Commission Expires: 9-23-97

FILED

95 JUN 23 PM 1:50

ACCEPTANCE OF APPOINTMENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 48.091 and 607.037, Florida Statutes, the undersigned acknowledges and accepts it's appointment as registered agent of Ertan, Inc and agrees to act in that capacity and to comply with the provisions of the Florida General Corporation Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with and accepts the obligations of, Section 607.325, Florida Statutes.

Date: JUNE 15, 1995.



ATES ERTAN