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P95000056874

ACCOUNT NO. : 072100000001

REFERENCE : 646654 *Patricia T. Giff*

AUTHORIZATION :

COST LIMIT : 9,122.50

ORDER DATE : July 24, 1995

800001543859

ORDER TIME : 8:56 AM

ORDER NO. : 646654

CUSTOMER NO: 81805A

CUSTOMER: Mr. Janenne R. Harger
DAVID FRIEDMAN, P.A.

Suite A201
2699 Stirling Road
Ft. Lauderdale, FL 33312

DOMESTIC FILING

NAME: INTERNATIONAL TRADING PARTNERS
& CONSULTANTS, INC.

FILED
JUL 25 11:09:46

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS: *FM* 24 1995 BSB

ARTICLES OF INCORPORATION
OF
INTERNATIONAL TRADING PARTNERS & CONSULTANTS, INC.

FILED
95 JUL 26 AM 10:46

ARTICLE I - NAME

The name of this corporation is INTERNATIONAL TRADING PARTNERS & CONSULTANTS, INC.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.50 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office and the initial registered office is 2699 STIRLING ROAD, A-201, FT LAUDERDALE, FLORIDA 33312 and the name of the initial registered agent of this corporation at that address is DAVID FRIEDMAN.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 Director constituting of the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial Board of Directors of this corporation is:

NAME	ADDRESS
DAVID FRIEDMAN	2699 STIRLING ROAD, A-201 FT LAUDERDALE, FLORIDA 33312

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME	ADDRESS
DAVID FRIEDMAN	2699 STIRLING ROAD, A-201 FT LAUDERDALE, FLORIDA 33312

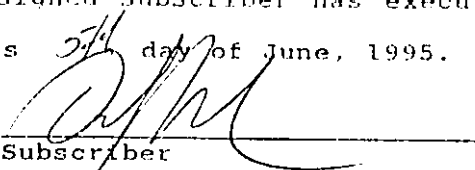
ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5th day of June, 1995.


Subscriber

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DAVID FRIEDMAN who is personally known to me and/or presented photo identification and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 30th day of June, 1995.

Janenne R. Harger
Notary Public

State of Florida at Large

My commission expires:



JANENNE R. HARGER
MY COMMISSION # CC420954 EXPIRES
November 15, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 49.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--INTERNATIONAL TRADING PARTNERS & CONSULTANTS, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF FT LAUDERDALE, STATE OF FLORIDA, HAS NAMED DAVID FRIEDMAN, LOCATED AT 2699 STIRLING ROAD, A-201 CITY OF FT LAUDERDALE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE _____

DAVID FRIEDMAN

TITLE _____

DATE _____

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE _____

Resident Agent
DAVID FRIEDMAN

DATE _____

95 JUN 24 11:10:46

FILED