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American International Mercantile, Inc.

Residential & Commercial Real Estate
Licensed Mortgage Broker



February 19, 1996

Department of Corporations,
Secretary of State,
PO Box 6327,
Tallahassee, FL 32314.

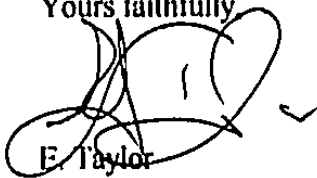
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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***122.50 ***122.50


Dear Sirs,

Please find enclosed a check for \$122.50, in respect of International Investment Homes Inc together with a copy of the Articles of Incorporation for filing and registering.

Thank you for your assistance.

Yours faithfully


E. Taylor

2/23/96




Sun Bank Plaza • 3367 West Vine Street, Suite 203
Kissimmee, Florida 34741 • Tel: (407) 931-3515 • Fax: (407) 931-3516
Offices in USA, Netherlands and the United Kingdom

(1)

**ARTICLES OF INCORPORATION
OF
INTERNATIONAL INVESTMENT HOMES, INC.**

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION
UNDER FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING
ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

1. NAME. THE NAME OF THE CORPORATION IS:

INTERNATIONAL INVESTMENT HOMES, INC.

2. PRINCIPAL OFFICE/MAILING ADDRESS. THE PRINCIPAL OFFICE OF
THE CORPORATION IS:

**INTERNATIONAL INVESTMENT HOMES, INC.
3367 WEST VINE STREET, SUITE 203
KISSIMMEE FL, 34741**

3. SHARES. THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED
TO ISSUE 1,000 SHARES. \$ 1.00 PER VALUE.

4. INITIAL REGISTERED OFFICE AND AGENT. THE NAME AND STREET
ADDRESS OF THE INITIAL REGISTERED AGENT AND OFFICE OF
CORPORATION IS:

**HERMAN PIERTERSE
3367 WEST VINE STREET, SUITE 203
KISSIMMEE FL, 34741**

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TALLAHASSEE FLORIDA

(2)

5. INCORPORATION AND INITIAL DIRECTOR. THE NAME AND ADDRESS OF THE INCORPORATOR AND INITIAL DIRECTOR IS:

**HERMAN PIERTERSE
3367 WEST VINE STREET, SUITE 203
KISSIMMEE FL, 34741**

6. PURPOSE. THE PURPOSE OF THIS CORPORATION IS TO ENGAGE IN ANY AND ALL LAWFUL BUSINESS PURPOSE ALLOWED UNDER LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES OF AMERICAN.
7. MEETING BY CONFERENCE TELEPHONE. MEMBERS OF THE BOARD OF DIRECTORS MAY PARTICIPATE IN SPECIAL, REGULAR, ANNUAL MEETING OF THE BOARD OF DIRECTORS BY MEANS OF CONFERENCE TELEPHONE OR OTHER SIMILAR COMMUNICATIONS EQUIPMENT AS PROVIDED BY LAW.
8. INDEMNIFICATION. THE CORPORATION IS EMPOWERED TO INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICE OR DIRECTOR IN THE MANNER SET FORTH AND PROVIDED FOR IN THE LAWS OF THIS CORPORATION AND PURSUANT TO THE PROVISIONS OF SECTION 607.0880 OF THE FLORIDA STATUTES, AS AMENDED.
9. AMENDMENT OF ARTICLES AND BYLAWS. THE POWER TO ADOPT, ALTER, AMEND, OR REPEAL THE ARTICLES OF INCORPORATION OR BYLAWS OF THIS CORPORATION SHALL BE VESTED IN THE DIRECTORS BY A MAJORITY VOTE.

(3)

10. INFORMATION ACTION OF DIRECTORS AND SHAREHOLDERS. IF THE REQUIRED MAJORITY OF THE DIRECTORS OR SHAREHOLDERS SEVERALLY OR COLLECTIVELY CONSENT IN WRITING TO ANY ACTION TAKEN OR TO BE TAKEN BY THE CORPORATION, AND THE WRITING EVIDENCING THEIR CONSENT ARE FILED WITH THE SECRETARY OF THE CORPORATION, THE ACTION SHALL BE VALID AS THOUGH IT HAD BEEN AUTHORIZED AT A REGULAR MEETING OF THE BOARD OF DIRECTORS OR SHAREHOLDERS.

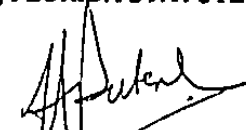
FILED
MAR 11 1996
STATE
FLORIDA

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 9TH OF FEBRUARY, 1996



INCORPORATOR

HAVING BEEN NAMED AS RESIDENT AGENT FOR THE ABOVE STATE CORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.



RESIDENT AGENT