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LAW OFFICES OF
STEPHEN W. BEIK
PROFESSIONAL ASSOCIATION
1101 N. LAKE DESTINY DRIVE, SUITE 130
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March 12, 1996

VIA FEDERAL EXPRESS

EFFECTIVE DATE
3-15-96

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

10000017811841
03/13/96 10:00-1101
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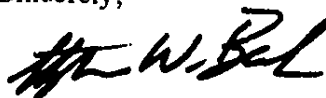
Re: INTERNATIONAL STRATEGIC CONSULTANT SERVICES, INC.
File No. 099580

Gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation for the above-captioned corporation and a check in the amount of \$122.50 for your fee. Please furnish a stamped copy of the Articles of Incorporation to me upon filing. In addition, I have enclosed a Certificate of Designation of Registered Agent.

In the event you have any questions, please do not hesitate to contact me.

Sincerely,



Stephen W. Beik

SWB:so
Enclosures

FILED
96 MAR 13 PM 12:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL MAR 18 1996

**ARTICLES OF INCORPORATION OF
INTERNATIONAL STRATEGIC CONSULTANT SERVICES, INC**

FILED

96 MAR 13 PM 12:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

EFFECTIVE DATE
3-15-96

ARTICLE I - NAME

The name of this corporation is INTERNATIONAL STRATEGIC CONSULTANT SERVICES, INC..

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing the 15th day of March, 1996.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock, each having \$1.00, which shall be designated common shares.

ARTICLE V - ADDRESS

The initial address of the registered office and principal address of this corporation is 5757 Blue Lagoon Drive, Suite 110, Miami, Florida 33126, and the name of the initial registered agent of this corporation at that address is Nicole Boxer.

ARTICLE VI - DIRECTORS

This corporation shall have one director initially. The number of directors may either increase or diminish from time to time in accordance with the by-laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Nicole Boxer
5757 blue Lagoon Drive, Suite 110
Miami, Florida 33126

ARTICLE VII - SUBSCRIBERS

The name of the subscriber of these Articles of Incorporation and a statement as to the number of shares of stock which she agrees to take is as follows:

Nicole Boxer	50 Shares
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ARTICLE VIII - BY-LAWS

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

ARTICLE IX - DIRECTORS COMPENSATION

The Shareholders of this corporation shall have the exclusive authority to fix the compensation of the Directors of this corporation.

ARTICLE X - AMENDMENT

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607,0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is: INTERNATIONAL STRATEGIC CONSULTANT SERVICES, INC.
2. The name and address of the registered agent is: Nicole Boxer, 5757 Blue Lagoon, Suite 110, Miami, Florida 33126.

Nicole Boxer
Nicole Boxer
Title: President
Date: 3/11/96

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 AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Nicole Boxer
Nicole Boxer
DATE: 3/11/96

ARTICLE XI - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Nicole Boxer, 5757 Blue Lagoon Drive, Suite 110, Miami, FL 33126.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 11th of March, 1996.


Nicole Boxer

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96 MAR 13 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me on this 11th day of March, 1996, by Nicole Boxer, (X) who is personally known to me or () who has produced _____ as identification.



OFFICIAL SEAL
MICHELLE BENNETT
My Commission Expires
Feb. 8, 1997
Comm. No. CC 257942


NOTARY PUBLIC

Name:
Commission No:
My Commission Expires: