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LAW OFFICES OF  
STEPHEN W. BEIK  
PROFESSIONAL ASSOCIATION  
1101 N. LAKE DESTINY DRIVE, SUITE 130  
MAITLAND, FLORIDA 32751

TELEPHONE (407) 878-0000  
FACSIMILE (407) 880-1412

July 9, 1996

EFFECTIVE DATE  
July 12, 1996

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32301

500001889555  
-07/10/96--01049--014  
\*\*\*\*122.50 \*\*\*\*122.50

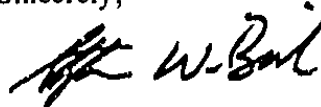
Re: International Planning Services, Inc.  
Our File No. 099600

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

FILED  
96 JUL 17 PM 2:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

SWB:so  
Enclosures

GB 7/17/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 11, 1996

STEPHEN W. BEIK, ESQUIRE  
1101 N LAKE DESTINY DR SUITE 130  
MAITLAND, FL 32751

SUBJECT: INTERNATIONAL PLANNING SERVICES, INC.  
Ref. Number: W96000014480

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96 JUL 17 PM 2:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED DATE  
July 12, 1996

We have received your document for INTERNATIONAL PLANNING SERVICES, 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 registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6931.

Garrett Blanton  
Document Specialist

Letter Number: 296A00033708

**ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL PLANNING SERVICES, INC.**

**FILED**  
96 JUL 17 PM 2:37  
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:

**ARTICLE I - NAME**

**EFFECTIVE DATE**  
July 12, 1996

The name of this corporation is INTERNATIONAL PLANNING SERVICES, INC.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing the 12th day of July, 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 principal address of this corporation is 7616 Southland Blvd., Suite 108, Orlando, Florida 32809. The name of the initial registered agent of this corporation is Russell S. Armstrong.

#### 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:

Russell S. Armstrong  
4908 Dorian Avenue  
Orlando, FL 32812

#### 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 he agrees to take is as follows:

Russell S. Armstrong	50 Shares
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#### ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws 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.

ARTICLE XI - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Russell S. Armstrong, 4908 Dorian Avenue, Orlando, FL 32812.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9th of July, 1996.

Russell S. Armstrong  
RUSSELL S. ARMSTRONG

STATE OF FLORIDA

COUNTY OF Orange

9th The foregoing instrument was acknowledged before me on this day of July, 1996, by RUSSELL S. ARMSTRONG, ( ) who is personally known to me or (X) who has produced Florida Driver's License as identification.

Sharon Oakes  
NOTARY PUBLIC

Name:

Commission No:

My Commission Expires:



SHARON OAKES  
My Commission CC458000  
Expires Apr. 28, 1999  
Bonded by ANB  
800-852-5878

FILED

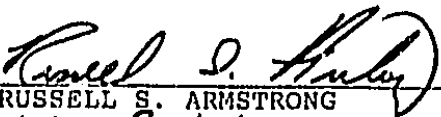
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA


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 PLANNING SERVICES, INC.
2. The name and address of the registered agent is: Russell S. Armstrong, 4908 Dorian Avenue, Orlando, FL 32812.

  
\_\_\_\_\_  
RUSSELL S. ARMSTRONG  
Title: President  
Date: 7/9/96

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.

  
\_\_\_\_\_  
RUSSELL S. ARMSTRONG  
DATE: 7/9/96