

P96000060521

**Mark Escoffery, P.A.**

*Certified Public Accountant*  
4241-A Northlake Boulevard  
Palm Beach Gardens, Florida 33410

City/State/Zip

Phone #

1-800-111-8993  
07/03/96-01000-001  
444-122.50 444-122.50

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. International Capital Consultants, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

**EFFECTIVE DATE**  
7-15-96

Walk in

Pick up time \_\_\_\_\_

Certified Copy

Mail out

Will wait  Photocopy

Certificate of Status

<b>NEW FILINGS</b>	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

<b>AMENDMENTS</b>	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

<b>OTHER FILINGS</b>	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

<b>REGISTRATION/QUALIFICATION</b>	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**FILED**  
96 JUL 18 AM 11:02  
SECY OF STATE  
TALLAHASSEE, FLORIDA

JUL 19 1996

ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL CAPITAL CONSULTANTS, INC.

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SECURITY OF STATE  
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is INTERNATIONAL CAPITAL CONSULTANTS, INC.

EFFECTIVE DATE  
7-15-96

Article II - Duration

This corporation shall have perpetual duration beginning on JULY 15<sup>th</sup>, 1996.

Article III - Purpose

The purpose or purposes for which the corporation is organized is to engage in the practice of providing consulting services and to do everything necessary, proper, advising, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with the, and for the purpose of transacting any or all lawful business not specifically forbidden by the Florida Corporation Laws or by these Articles of Incorporation.

Article VI - Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of ten cent (\$.10) par value Common Stock which shall be designated "Common Shares."

Article V - Preferences, Limitations and  
Relative Rights of Shares of Capital Stock

Section 1 - Dividends

The holders of record of the Common Shares shall be entitled to cash dividends when and as declared by the Board of Directors at the rate per share per annum and at the time and in the manner determined by the Board of Directors in the resolution authorizing such cash dividends.

Section 2 - Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 4241 Northlake Boulevard, Palm Beach Gardens, Florida 33403, and the name of the initial registered agent of this corporation is Richard Glenn, 823 North Olive Avenue, West Palm Beach, FL 33401. The principal office address is the same as the registered office of this corporation.

Article VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either of or diminished from time to time by the bylaws but shall never be less than one.

The name and address of the initial director of this corporation is:

Richard Glenn  
823 Olive Avenue  
West Palm Beach, FL 33401

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is Richard Glenn, 823 Olive Avenue, West Palm Beach, FL 33401.

Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

Article X - Cumulative Voting

At each election for directors, every shareholder entitled to vote at each election shall have the right to cumulate his vote by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares or by distributing such votes on the same principal among any number of such candidates. Notice must be given by an shareholder to the president or vice-president of said corporation not less than twenty-four hours prior to the time set for the holding of's shareholders meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

Article XI - Shareholder Voting

Majority consent of the stockholders of the corporation shall be required for any shareholder action.

Article XII - Approval of

Shareholders Required for Merger

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

Article XIV - Amendment

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

IT WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 15 day of July, 1996.

IT WITNESS WHEREOF, the undersigned subscribed has executed these Articles  
of Incorporation this 25 day of September, 1996.



RICHARD GLENN  
Incorporator

STATE OF FLORIDA )

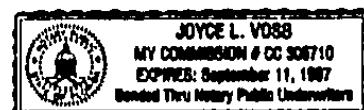
COUNTY OF PALM BEACH )

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth, personally appeared RICHARD GLENN, who is personally known to me or who has produced \_\_\_\_\_ as identification and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 15<sup>th</sup> day of July, 1996.

  
NOTARY PUBLIC

Commission No. \_\_\_\_\_



ACCEPTANCE OF REGISTERED AGENT

I HEREBY CERTIFY that I am a permanent resident of West Palm Beach, Florida, with my business office located at 823 North Olive Avenue, West Palm Beach, Florida 33401. I do hereby accept the foregoing designation of registered agent.

Dated at West Palm Beach, Florida, this 15 day of JULY, 1996.



RICHARD GLENN

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA