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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 26 PM 3:13

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September 20, 1996

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****122.50 ****122.50

Secretary of State
Bureau of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation for International
Consulting And Distribution, Inc.

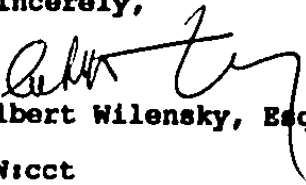
Dear Sir/Madame:

Enclosed please find Articles of Incorporation for International
Consulting And Distribution, Inc., and a check in the amount of
\$122.50.

Please return a certified copy of the Articles to me in the self-
addressed envelope.

Thank you.

Sincerely,


Albert Wilensky, Esquire

AW:cct

Enclosures

D. BROWN SEP 30 1996

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ARTICLES OF INCORPORATION

OF

INTERNATIONAL CONSULTING AND DISTRIBUTION, INC.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be:

INTERNATIONAL CONSULTING AND DISTRIBUTION, INC.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Hundred (100) shares of Stock. The shares of stock authorized shall be Common Stock having a Par Value of Five Dollars (\$5.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial registered agent and principal office address in this State shall be:

**BARBARA LYNN CHAMBERS
1501 E. Hallandale Beach Blvd., Suite 302
Hallandale, FL 33009**

ARTICLE V

BOARD OF DIRECTORS

The number of the Board of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI

INITIAL DIRECTORS

NAME	ADDRESS
Barbara Lynn Chambers	1501 E. Hallandale Beach Blvd. Suite 302 Hallandale, FL 33009

ARTICLE VII

INCORPORATORS

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

NAME	ADDRESS
Barbara Lynn Chambers	1501 E. Hallandale Beach Blvd. Suite 302 Hallandale, FL 33009

ARTICLE VIII

COMMENCEMENT DATE

Corporate existence shall commence on September_____, 1996. The undersigned Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and files

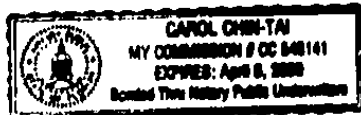
these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

STATE OF FLORIDA :
: SS
COUNTY OF DADE :

Barbara Lynn Chambers (SEAL)

Be it remembered that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared BARBARA LYNN CHAMBERS, to me known to be the person described as Incorporator, and she executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida this 15th day of September, 1996.



C. Chen-Tai

NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:

**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR SERVICE OF PROCESS**

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Pursuant to Chapter 48.091 Florida Statutes, the undersigned hereby designates BARBARA LYNN CHAMBERS, as its Registered Agent to accept Service of Process within this State.

BY: Barbara Lynn Chambers

The undersigned hereby accepts the foregoing designation as Registered Agent for Service of Process within the State of Florida, and agrees to comply with the provisions of law applicable to said designation.

B. Lynn Chambers
B. LYNN CHAMBERS, PRESIDENT
1501 E. Hallandale Beach Blvd.
Suite 302
Hallandale, FL 33009
(954) 458-4140