

PG7000003394

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: International Consulting Solutions, Inc.
(Proposed corporate name - must include suffix)

300002049373--7
-01/07/97--01165--021
****131.25 ****131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Rolando Calzadilla
Name (Printed or typed)

1161 West 46 Street
Address

Hialeah, Florida 33012
City, State & Zip

(305) 822-3566 - Fax: (305) 822-0232
Daytime Telephone number

97 JAN -7 PM 3:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 26, 1996

ROLANDO CALZADILLA
1161 W. 46 ST.
HIALEAH, FL 33012

The name **INTERNATIONAL CONSULTING SOLUTIONS, INC.** has been reserved for 120 days beginning November 26, 1996. The reservation number is **R9600005634** and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Becky McKnight

Letter number: 496A00053644

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

International Consulting Solutions, Inc.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**1161 West 46th Street
Hialeah, Florida 33012**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 (One-Thousand) shares Common Stock Non-Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS The name and address of the initial registered agent is:

**Rolando Calzadilla
1161 West 46th Street
Hialeah, Florida 33012**

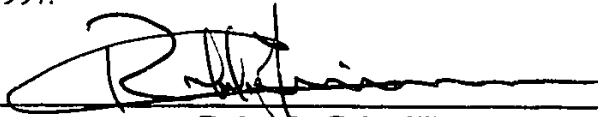
ARTICLE V INCORPORATOR(S)

The names and street addresses of the incorporators to these Articles of Incorporation are:

Rolando Calzadilla	1161 West 46th Street	Hialeah, FL	33012
Pedro Gutierrez	460 Eldron Drive #5	Miami Springs, FL	33166
Andres Ruenes	3568 West 72nd Street	Hialeah, FL	33018

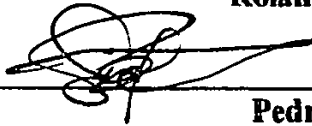
The undersigned incorporators have executed these Articles of Incorporation this 6th day of January 1997.

Signature: _____



Rolando Calzadilla

Signature: _____



Pedro Gutierrez

Signature: _____



Andres Ruenes

**CERTIFICATE OF DESIGNATION OF
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 Consulting Solutions, Inc.
2. The name and address of the registered agent and office is:

Rolando Calzadilla
(NAME)

1161 West 46 Street
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Hialeah, FL 33012
(CITY/STATE/ZIP)

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.


(SIGNATURE)

1/6/97
(DATE)

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TALLAHASSEE FLORIDA