

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY AMP DAW WJ

WALK-IN Will Pick Up 128 12W

RE: International Travel

Protection Corporation

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement	****122.50	****122.50
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		

SUBTOTALS _____

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

97 JAN 28 PM 2:45
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
97 JAN 28 AM 10:37
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

INTERNATIONAL FRAUD PROTECTION CORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article I.

Name.

The name of the Corporation is: INTERNATIONAL FRAUD PROTECTION CORPORATION.

Article II.

Duration.

The duration of the Corporation is perpetual.

Article III.

Purpose.

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. The general nature of the business to be transacted by this corporation shall be any activity or business permitted under the laws of the United States of America and the State of Florida.

Article IV.

Capital Stock.

The aggregate number of shares which the Corporation is authorized to issue is one thousand (1000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article V.

Initial Principal Office and Registered Agent.

The street address of the initial Principal Office of the

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporation is 3930 South Florida Avenue, Lakeland, FL 33813, and the name of its initial Registered Agent is Arthur Alvarez, whose address is 3930 South Florida Avenue, Lakeland, FL 33813.

Article VI.
Initial Board of Directors,
Officers and Subscribers.

The number of Directors constituting the initial Board of Directors is two. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The following are the names and street addresses of the persons who shall constitute the initial Board of Directors of the corporation, and the persons holding office for the first year of the corporation's existence, or until their successors are elected and have qualified, and each of the following named persons is a subscriber to these Articles of Incorporation.

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Arthur Alvarez	3930 South Florida Ave. Lakeland, FL 33813	President Treasurer Director
Borko Jovanovic	3520 Cleveland Heights Blvd., #215, Lakeland, Florida 33803	Director Vice President

Article VII.
Amendment.

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them.

Article VIII.
Transfer of Stock.

Any limitation upon the transferability or assignment of stock shall be a valid matter of agreement which stockholders may include in any agreement among themselves.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 21st day of January, 1997.



ARTHUR ALVAREZ

STATE OF FLORIDA
COUNTY OF POLK

SWORN TO AND SUBSCRIBED before me in the County and State last
aforesaid by ARTHUR ALVAREZ, who [] is personally known to me, or
who [] has produced his [] Florida driver's license, as
identification, and who [] did [] did not take an oath, this
24th day of January, 1997.

(notarial seal)

13225\FRAUD.ART


Commission Number:
My commission expires:

SAMUEL G. CROSBY
Notary Public, State of Florida
My Comm. Expires Mar. 19, 1998
No. CC 350300
Bonded Thru Official Notary Service

**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.

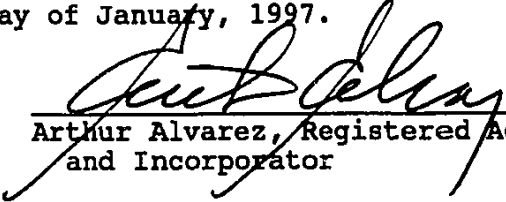
1. The name of the corporation is: INTERNATIONAL FRAUD
PROTECTION CORPORATION

2. The name and address of the registered agent and office is:

ARTHUR ALVAREZ
3930 SOUTH FLORIDA AVENUE
LAKELAND, FLORIDA 33813

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.

DATED this 27th day of January, 1997.



Arthur Alvarez, Registered Agent
and Incorporator

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97 JAN 28 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA