100001207 Corporate Research Services 4244 W. Tonneisse St., Suite 388 Tallahasses, FL 32304 800002080278--5 -02/06/97--01046--017 ****201.2\$ ******70,00 (904) 539-1126 (800) \$17-4731 **REX REKSTIS** Office use only CORPORATION NAME(S) & DOCUMENT NUMBER(S) (H known): (Dogs/ment #) (Corporation Name) Certified Copy Y Pick up time Walk in (rtificate of Status Will wait Photocopy Mail out AMENDMENTS * NEW FILINGS **Amendment Profit** Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdraws **Domestication** Merger Other REGISTRATION OTHER FILNGS QUALIFICATION **Annual Report** Foreign Fictitious Name Limited Partnership Name Reservation Rainetatement Trademark

Other

CR2B031(9/92)

D. BROWN FEB - 6 1997

Exeminer's Initials



The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. NAME. The name of the corporation is:

INTERNATIONAL FINANCIAL SERVICES & MANAGEMENT, INC.

2. ADDRESS. The principal address of the corporation is:

5841 CORPORATE WAY SUITE 100 WEST PALM BEACH, FLORIDA 33407

- 3. **DURATION**. The period of its duration is perpetual.
- 4. <u>PURPOSE</u>. The purpose is to engage in any activities or business permitted under the laws of the United States, Florida and any other state, country, territory or nation.
- 5. <u>CAPITAL STOCK</u>. The corporation is authorized to issue One Thousand (1,000) shares, all of one class, at one-dollar (\$1.00) par value.

Additional shares can be issued only with a vote of the shareholders holding a majority of shares.

6. <u>INITIAL REGISTERED OFFICE AND AGENT</u>. The name and address of the initial registered agent and office of this corporation is as follows:

MRS. NOREEN G. WILSON
5841 CORPORATE WAY
SUITE 100
WEST PALM BEACH, FLORIDA 33407

7. <u>INITIAL BOARD OF DIRECTORS</u>. This corporation shall have one (2) director initially, who shall be:

DR. ARTHUR C. SWEENEY 314 CRESTVIEW CIRCLE ROSWELL, GEORGIA 30075

MR. WILLIAM WILSON 5841 CORPORATE WAY SUITE #100 WEST PALM BEACH, FLORIDA 33407 The directors may be either increased or decreased from time to time by a vote of the shareholders holding a majority of shares.

8. <u>INCORPORATOR</u>. The name and address of the Incorporator signing these Articles of Incorporation is:

MRS. NOREEN G. WILSON 5841 CORPORATE WAY SUITE #100 WEST PALM BEACH, FLORIDA 334079

9. OFFICERS. The initial officers of the corporation shall be as follows:

MRS. JUNE NICHOLS-SWEENEY: President MR. ARTHUR C. SWEENEY: Secretary, Treasurer

10. <u>AMENDMENT TO ARTICLES</u>. 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.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this _____ day of October, 1996, and does thereby agree to act as the initial registered agent of the corporation.

NOREEN G. WILSON

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared NOREEN G. WILSON, to me known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she executed such document and that she is well known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5th day of cooper, 1629.

Notary Public, State of The Florida

Commission No. CC 54 2586

CAROLE J WARREN
My Commission CC542580
Expires Mar 25, 2000