

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 \$ _____ Out \$ _____

597 1175

P. ONE**ER MAR 7 1997

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	3-7-97		
TIME	9:00		CK No. _____
BY	DR		

WALK-IN
 Will Pick Up _____

NE: International Land
Consultants, Inc.

Capital Express™
 Art. of Inc. File _____
 Corp. Record Search _____
 Ltd. Partnership File _____
 Foreign Corp. File _____
 () Cert. Copy(s) Photo

Art. of Amend. File _____
 Dissolution/Withdrawal _____
 C U S - _____
 Fictitious Name File _____

Name Reservation _____
 Annual Report/Reinstatement _____
 Reg. Agent Service _____
 Document Filing _____

Corporate KII _____
 Vehicle Search _____
 Driving Record _____
 Document Retrieval _____

UCC 1 or 3 File _____
 UCC 11 Search _____
 UCC 11 Retrieval _____
 File No.'s _____ Copies _____
 Courier Service _____
 Shipping/Handling _____
 Phone () _____
 Top Priority _____
 Express Mail Prop. _____
 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 Connec

ARTICLES OF INCORPORATION
OF
INTERNATIONAL LAND CONSULTANTS, INC.

FILED
97 MAR -7 AM 11:39
TALLAHASSEE, FLORIDA

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be:

INTERNATIONAL LAND CONSULTANTS, INC.

Its business shall be carried out at Broward County, Florida, or at such other points or places in the State of Florida, the United States or foreign countries as may, from time to time, be authorized by the Board of Directors .

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows :

The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes Section 607 et seq.

ARTICLE III

The maximum number of shares of stock this Corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of Common Stock at One (\$1.00) Dollar par value. All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at just valuation to be fixed by the Incorporator or by the Directors at a meeting called for such purpose.

ARTICLE IV

This Corporation shall begin business with a capital of Five Hundred (\$500.00) Dollars and the undersigned Incorporator does hereby state that there has already been paid into the Corporation on behalf of the subscriber set forth herein the sum of Five Hundred (\$500.00) Dollars.

ARTICLE V

This Corporation shall exist perpetually.

ARTICLE VI

The principal place of business of this Corporation shall be located in Broward County, Florida, and may have such other places of business, both within and without the State of Florida and in foreign countries, as may be necessary and convenient.

ARTICLE VII

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors to be fixed by the By- Laws of this Corporation. Directors need not be stockholders.

ARTICLE VIII

The names and post office address of the first Board of Directors of this Corporation, who shall hold office until the organization meeting of this Corporation, and until his successors are elected and have qualified is :

Stan Dubin
8323 N.W. 51st Manor
Coral Springs, FL 33067

Norman Dubin
300 Winston Drive
Cliffside Park, NJ 07010

Sandy Thaler
57 State Highway 5
Edgewater, NJ 07020

Rocco Toscano
940 S.W. 99th Avenue
Pembroke Pines, FL 33025

ARTICLE IX

The offices to be held by the above named Directors are as follows :

Stan Dubin, President and Treasurer
Sandy Thaler Vice-president and Secretary

The name and post office address of the subscriber of these Articles of Incorporation, and a statement of the number of shares of stock which they agree to take is as follows :

NAME	ADDRESS	SHARES	VALUE
Stan Dubin	8323 N.W. 51st Manor Coral Springs, FL 33067	25	\$25.00
Sandy Thaler	57 State Highway 5 Edgewater, NJ 07020	25	\$25.00
Rocco Toscano	940 S.W. 99th Avenue Pembroke Pines, FL 33025	25	\$25.00
Norman Dubin	300 Winston Drive Cliffside Park, NJ 07010	25	\$25.00

The address of the corporation shall be :

7744 Taft Street
Pembroke Pines, FL 33024

ARTICLE X

The name and address of the initial registered agent is :

Ronald S. Asnes
701 Promenade Drive, Suite 200
Pembroke Pines, FL 33026

ARTICLE XI

The provisions of this Charter, and each and every article and section hereof, and the Bylaws of this Corporation shall be considered a part of every contract and the transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

ARTICLE XII

The commencement of Corporate existence shall be on filing the Articles of Incorporation by the Department of State.

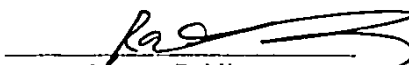
IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 6
day of March, 1997.


Stan Dubin

STATE OF FLORIDA)
COUNTY OF Broward) ss:

Before me, the undersigned authority, personally appeared Stan Dubin to me well known to be the person described in or who presented FL. Driver License as identification, and who executed and subscribed the foregoing Articles of Incorporation and he acknowledged, before me, that he executed the same and subscribed to the same for the purposes therein expressed.

Witness my hand and official seal at Pembroke Pines,
Broward County, Florida, this 6th day of March, 1997.


Notary Public

My Commission Expires:



RONALD S ASNES
My Commission CC317227
Expires Oct. 02, 1997
Bonded by ANB
800-862-5878

INTERNATIONAL LAND CONSULTANTS, INC.

CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted, in compliance with said Act:

First, that INTERNATIONAL LAND CONSULTANTS, INC., a Florida corporation qualified to do business under the laws of this State, with its principal office at Broward County, Florida, has appointed Ronald S. Asnes, 701 Promenade Drive, Suite 200, Pembroke Pines, FL, 33026 as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

3/6/97
Date

By: _____

Ronald S. Asnes
Resident Agent

FILED
97 MAR 24 AM 11:39
TALLAHASSEE, FLORIDA