

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870  
 Mailing Address: Post Office Box 10149, 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 \$ \_\_\_\_\_

P. CHENIER MAR 7 1997

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	3/7/97		
TIME	9:30		ck No. _____
BY	DCB		

WALK-IN  
 Will Pick Up \_\_\_\_\_

HE: IBEX-USA, Inc

	FILED	DISBU
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. Filing		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership Filing		
<input type="checkbox"/> Foreign Corp. Filing		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. Filing		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S.		
<input type="checkbox"/> Fictitious Name Filing		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Notification		
<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 Filing		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> Filing 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.		
<b>SUBTOTALS</b> _____		

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, 10% per Annum.

THANK YOU  
 from  
 Your Capital Connection

**ARTICLES OF INCORPORATION  
OF  
IBEX-USA, INC.**

FILED  
91 MAR -7 AM 11:40  
TALLAHASSEE, FLORIDA

The undersigned incorporator, subscribing to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the Corporation is: **IBEX-USA, INC.**

**ARTICLE II - NATURE OF BUSINESS**

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

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1000 shares of common stock each share having \$1.00 par value. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

**ARTICLE IV - INITIAL CAPITAL**

The amount of capital with which this Corporation will begin business is \$200.00.

**ARTICLE V - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI - ADDRESS**

The initial address of the principal office address and mailing address of the Corporation is: 16200 N.E. 13th Ave., N. Miami Beach, FL 33162. The Board of Directors may, from time to time, move the principal office to any other location or address in the state of Florida.

## **ARTICLE VII - DIRECTORS**

The Corporation initially shall have two Directors. The number of Directors may be increased or decreased from time to time as may be provided in the By-laws adopted by the Board of Directors of the Corporation.

## **ARTICLE VIII - INITIAL DIRECTORS AND OFFICERS**

The name and address of the initial Board of Directors and Officers who shall hold office until their successors are elected and have qualified are:

**GINA NG**  
**16200 NE 13th Ave.**  
**N. Miami Beach, FL 33162**

**KENNETH C. KEPNER**  
**15771 SW 104th Terrace #101**  
**Miami Beach, FL 33196**

## **ARTICLE IX - INCORPORATOR AND INITIAL REGISTERED AGENT**

The name and address of the incorporator signing these Articles of Incorporation and the initial registered agent is:

**GINA NG**  
**16200 N.E. 13th Ave.**  
**N. Miami Beach, FL 33162**

## **ARTICLE X - EFFECTIVE DATE**

These Articles of Incorporation shall become effective upon their approval and acceptance for filing by the Secretary of State of the State of Florida.

## **ARTICLE XI - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors of the Corporation as may be proposed by them to the shareholders, and approved at a shareholders meeting by a majority of the shares entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

## ARTICLE XII - BY-LAWS

The Corporation shall adopt a set of By-Laws to govern the business and affairs of the Corporation. Wherever the By-Laws of the Corporation differ from or conflict with the provisions of these Articles of Incorporation, the provisions of these Articles of Incorporation shall govern.

IN WITNESS WHEREOF, I have hereunto set my hand, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 4<sup>th</sup> day of MARCH, 1997.

BY: \_\_\_\_\_

Gina Ng  
**GINA NG**  
16200 N.E. 13th Ave.  
N. Miami Beach, FL 33162

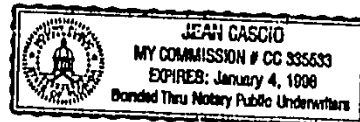
STATE OF FLORIDA     )  
COUNTY OF DADE     )ss:  
                              )

BEFORE ME, the undersigned authority, duly authorized to administer acknowledgements in the County and State last aforesaid, this day personally appeared, GINA NG, to me known to be the incorporator and the person who executed these Articles of Incorporation, as Incorporator and who produced her Florida Driver's License as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 4 day of March, 1997.

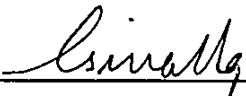
Jean Cascio  
NOTARY PUBLIC

My commission expires: 1-4-98



**ACCEPTANCE OF REGISTERED AGENT**

Designation as initial agent for the foregoing Corporation is hereby acknowledged and accepted this 4 day of March, 1997.

  
\_\_\_\_\_  
GINA NG  
16200 N.E. 13th Ave.  
N. Miami Beach, FL 33162

FILED  
97 MAR -7 AM 11:40  
TALLAHASSEE, FLORIDA