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TRANSMITTAL LETTER

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

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-05/18/97--01033--014
*****78.75 *****78.75

SUBJECT: INTEGRATED INVESTMENTS HOLDING, INC.
(Proposed corporate name - must include suffix)

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

FILED
97 MAY -5 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM: ITU A. OTU
Name (printed or typed)

4866 INDIALANTIC DRIVE
Address

ORLANDO, FL 32808
City, State & Zip

407 934-7869
Daytime Telephone number

ITU OTU GAVE
AUTHORIZATION BY PHONE TO
CORRECT ADD PRIN ADDRESS
DATE 5/7/97
DOC. EXAM. nc

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

nc 5/7/97

FILED
97 MAY -5 PM 12: 27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
Of
INTEGRATED INVESTMENTS HOLDING , INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation under the laws of the state of Florida.

ARTICLE I

The name of the Corporation is : **Integrated Investments Holding , Inc.**
Principal office and mailing is 4866 Indialantic Drive Orlando, Fl. 32808

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or other state, country, territory, or nation.

ARTICLE III

The capital stock of this corporation shall be 1000 shares of \$1.00 par value common stock. Said stock shall be issued pursuant to a plan under section 1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax Revision Act of 1958.

ARTICLE IV

The amount of capital with which this corporation will begin business is \$1,000.

ARTICLE V

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE VI

The initial registered agent and registered office of the corporation in the State of Florida is :

Itu Akpo Otu President/Chief Executive Officer
4866 Indialantic Drive
Orlando, FL 32808

ARTICLE VII

The Board of Directors of this corporation shall consist of the stockholders of the corporation.

ARTICLE VIII

The names and addresses of the directors are:

NAME	ADDRESS
Itu A. Otu, President/CEO	4866 Indialantic Drive, Orlando, FL 32808
Tameka Otu, Secretary/Treasurer	4866 Indialantic Drive, Orlando, FL 32808

ARTICLE IX

The names and addresses of the subscribers to the Certification of Incorporation are as follows:

NAME	ADDRESS
Itu A. Otu	4866 Indialantic Drive, Orlando, FL 32808

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

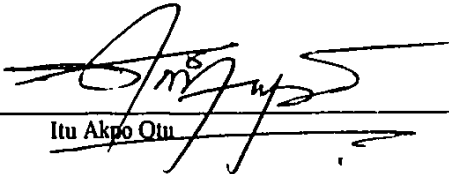
Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as many as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII

At each election for directors, every stockholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of his shares, or by distributing such votes on the same principal among any number of candidates.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business in the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and hereunto set their hands and seals this 29th day of

APRIL : 1997



Itu Akpo Oju

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and make acknowledgments, personally _____ to me well known to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed and that he is personally known to me and did not take an oath.

WITNESS my hand and official seal this _____ day of _____ 19____

Notary Public, State of Florida

Printed or Typed Name

My Commission Expires


**STATEMENT OF DESIGNATION AND ACCEPTANCE OF INITIAL REGISTERED AGENT
AND REGISTERED OFFICE OF:**

INTEGRATED INVESTMENTS HOLDING , INC.

Pursuant to the provisions of Florida Statutes, Sections 48.091 and 607.034(3), the undersigned, as Director of **Integrated Investments Holding , Inc.** hereby files this statement of the designation and acceptance of the initial registered agent of the corporation.

The street address of the initial registered office of this corporation is 4866 Indialantic Drive, Orlando, Florida 32808 and the name of the initial registered agent of this Corporation at that address is : **Itu Akpo Otu.**

Dated this 29th day of APRIL 19 97

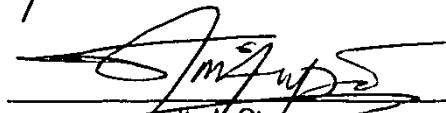


Signature

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as the registered agent of **Integrated Investments Holding , Inc.** at the initial registration office of the Corporation at 4866 Indialantic Drive, Orlando, Florida 32818.

DATED this 29th day of APRIL 19 97



Itu A. Otu

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STATE OF FLORIDA
TALLAHASSEE