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June 18, 1997

Florida Department of State
Sandra B. Morthan, Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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****122.50 ****122.50

Re: IBSA, US, Inc.

Please find enclosed the original copy of the Articles of Incorporation for IBSA, US, Inc. along with a check in the amount of \$122.50.

Should you have any questions regarding this filing, please contact my temporary office at (407) 633-4370.

Sincerely,



Mike Butler

Enclosures (2)

FILED
97 JUN 26 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

475 East Eau Gallie Blvd.
Indian Harbour Beach, FL
33937

Bm 6/27/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
IBSA, US, INC.**

ARTICLE I. NAME

The name of the corporation is IBSA, US, INC., and, for convenience, shall be referred to in this instrument as the "Corporation".

ARTICLE II. DURATION

The Corporation shall exist perpetually unless and until dissolved according to law. Corporation existence of this Corporation shall commence upon filing of these Articles with the Florida Department of State.

ARTICLE III. NATURE OF BUSINESS

The purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

ARTICLE IV. INITIAL BUSINESS

The corporation initially intends to conduct the business of sales.

ARTICLE V. CAPITAL STOCK

The corporation shall have the authority to issue ten thousand (10,000) shares of common stock, at \$1.00 par value. The initial capitalization shall be \$100.00.

ARTICLE VI. ADDRESS

The address of the principle office and mailing address of the Corporation shall be:

475 East Eau Gallie Blvd.
Indian Harbour Beach, Florida 32937

ARTICLE VII. REGISTERED AGENT

The name and address of the initial Registered Agent is:

Mike Butler
475 East Eau Gallie Blvd.
Indian Harbour Beach, Florida 32937

ARTICLE VIII. BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by a Board of Directors. The initial Board of Directors shall be comprised of two (2) members. The number of directors may be increased or adjusted in the manner set forth in the Bylaws, provided that the number shall never be less than one. The method of election and term of office, removal and filling of vacancies of the Board of Directors shall be set forth in the Bylaws.

The initial Board of Directors shall consist of the following individuals:
Mike Butler and Haydar Haba

ARTICLE IX. OFFICERS

The affairs of the Corporation shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at the first meeting, as provided in the Bylaws.

ARTICLE XI. LIMITATION OF LIABILITY

Each director, stockholder and officer shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expense incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him/her by reason of his/her being or having been a director, stockholder or officer of the Corporation or any subsidiary of the Corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE XII. RESTRICTIONS

The Corporation shall have the power to adopt bylaws or enter into agreements with its shareholders imposing reasonable restrictions upon the sale, assignment, or transfer of the shares of the capital stock and giving to the Corporation of its shareholders the preferential right or option to acquire shares of stock in the Corporation of shareholders desiring to sell such shares of obligating the Corporation to redeem or purchase such shares.

ARTICLE XIII SUBSCRIBERS

The name and address of the Scribers of these Articles of Incorporation are;

Mike Butler
475 East Eau Gallie Blvd.
Indian Harbour Beach, Florida 32937

and

Haydar Haba
475 East Eau Gallie Blvd.
Indian Harbour Beach, Florida 32937

IN WITNESS WHEREOF, the undersigned subscribers have caused these presents to be executed as of the 19 day of June, 1997.

Isabel Del Rosario
Witness

Mike Butler
Mike Butler

Israhim Haba
Witness

Haydar Haba
Haydar Haba

CONSENT OF REGISTERED AGENT

I, MIKE BUTLER, having been designated to act as Registered Agent, Hereby consent to act in said capacity until resignation or removal pursuant to the laws of the State of Florida.

IN WITNESS WHEREOF, I the undersigned hereunto set my hand this
21 day of June, 1997.

Ibrahim Hake

Witness

Mike Butler

Mike Butler

Isabel Del Barrio

Witness

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97 JUN 26 AM 9:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA