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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 14 AM 8:38

ACCREDITED FINANCIAL ACCOUNTING, INC.

2430 Shadowlawn Drive
Suite Seven
Naples, Florida 33962
941-775-8588

July 10, 1997

EFFECTIVE DATE

7-10-97

Secretary of State
Div. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500002237065--9
-07/14/97--01052--016
*****70.00 *****70.00

Re: International Partners of South Florida, Inc.

Enclosed please find the Articles of Incorporation for
International Partners of South Florida, Inc.

A check for \$70.00 is enclosed. Please return to us the charter number for the corporation. We do
not require a certified copy.

Sincerely yours,


Glenn A. Morton, E.A.

RP
7-14-97

ARTICLE OF INCORPORATION

OF

International Partners of South Florida, Inc.

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**EFFECTIVE DATE
1-10-97**

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

ARTICLE I

NAME

The name of this corporation is:
International Partners of South Florida, Inc.

6007 Clam Bayou
Sanibel Island, Florida 33957

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and/or all lawful business under the General Corporation act of the Florida statutes.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1200 shares of one dollar (\$1.00) par value common stock.

ARTICLE IV

PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation of the same

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ARTICLE V

DURATION

This corporation is to exist perpetually.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 6007 Clam Bayou, Sanibel, Fl. 33957 and the name of the initial registered agent of this corporation at that address is Kathleen Robbins. I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Signed: Kathleen Robbins
Kathleen Robbins

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have six directors initially. The number of directors may never be less than one. The name and address of the initial director of this corporation are as follows:

| NAME | ADDRESS |
|------------------|---------------------------------------|
| Kathleen Robbins | 6007 Clam Bayou Sanibel, Fl. 33957 |
| Paula Pritchard | 6007 Clam Bayou Sanibel, Fl. 33957 |
| George Zalucki | 6007 Clam Bayou Sanibel, Fl. 33957 |
| Eliose Zalucki | 6007 Clam Bayou Sanibel, Fl. 33957 |

Arthur Napolitano

6007 Clam Bayou
Sanibel, FL 33957

Jennifer Napolitano

6007 Clam Bayou
Sanibel, FL 33957

III

INCORPORATOR

The name and address of the person subscribing these articles is:

NAME

ADDRESS

Kathleen Robbins

6007 Clam Bayou
Sanibel, FL 33957

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, in the manner provided by law, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X

INDEMNIFICATION

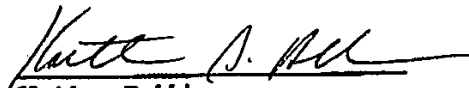
The corporation shall indemnify any officer and/or director, or any former officer and/or director, to the full extent of the law.

ARTICLE XI

EFFECTIVE DATE


These Articles of Incorporation shall be effective upon the date of subscription and acknowledgement.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles on the 10th day of July, 1997.


Kathleen Robbins

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 10th day of July, 1997 by Kathleen Robbins.


Notary Public
State of Florida at Large

Personally Known yes

Produced Identification _____

Type: _____

