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March 31, 1995

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

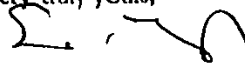
Re: Incorporation of INTRADE OVERSEAS, INC..

Dear Sir:

Enclosed is an original and a copy of the Articles of Incorporation for the above proposed corporation, together with a designation of registered agent.

Also enclosed is a check payable to the order of Secretary of State in the amount of \$122.50, representing payment of the \$35.00 filing fee, \$52.00 for the certification of incorporation, and \$35.00 for the designation of registered agent.

Very truly yours,



Edward Alan Brian, Esq.

enc.

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-07/31/97--01030--006  
\*\*\*\*122.50 \*\*\*\*122.50

FILED  
97 JUL 31 AM 11:59  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Edward GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT incorp. add.  
DATE 8/4/97  
DOC. EXAM. T. Meyer

T.M. - 8/4/97

ARTICLES OF INCORPORATION  
OF  
INTRADE OVERSEAS, INC.

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. CORPORATE NAME & ADDRESS

The name of the corporation shall be:

INTRADE OVERSEAS, INC.

The address of the principal office of this corporation shall be 343 E. RIVERBEND DR., SUNRISE, FL. 33326, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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 any other state, country, territory or nation.

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97 JUL 31 PM 12:00  
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TALLAHASSEE, 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 500 shares of common stock having a par value of \$.01 per share.

**ARTICLE IV. REGISTERED AGENT NAME & ADDRESS**

*The name of the initial registered agent of the corporation shall be:*

**MOHINDER LAL MAGON**

*The street address of the initial registered office of the corporation shall be*

**343 E. RIVERBEND DR., SUNRISE, FL 33326**

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. SPECIAL PROVISION**

This corporation shall be organized to comply with the provisions of the Internal Revenue Code.

**ARTICLE VII. OFFICERS AND DIRECTORS**

This corporation shall have four officer and two director held by one person, initially. The name and street address of the initial officers and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

**MOHINDER LAL MAGON.....343 E. RIVERBEND DR., SUNRISE, FL 33326**  
**Pres./Dir.**  
**ANJU BALA.....343 E. RIVERBEND DR., SUNRISE, FL 33326**  
**V. Pres./Dir.**  
**HARISH MAGON.....343 E. RIVERBEND DR., SUNRISE, FL 33326**  
**Tres.**  
**HARVINDER S. RAJPAL.....343 E. RIVERBEND DR., SUNRISE, FL 33326**  
**Sec.**

**ARTICLE VIII. PREEMPTIVE RIGHTS**

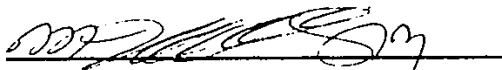
All shareholders of the corporation shall be vested with full preemptive rights.

**ARTICLE IX. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

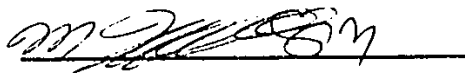
MOHINDER LAL MAGON  
343 E. RIVERBEND DRIVE  
SUNRISE, FL 33326

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation this 27 day of JULY, 1997.

  
MOHINDER LAL MAGON

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Having been designated as the Initial Registered Agent in the above and foregoing Articles to accept service of process on the corporation at the initial registered office designated in these Articles, I am familiar with and hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining to the position of Registered Agent under Section 607.0505, Florida Statutes.

  
MOHINDER LAL MAGON

FILED  
97 JUL 31 PM 12:00  
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TALLAHASSEE, FLORIDA