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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: FISHER & SAULS, P.A.
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NAME: CLAUD INTERNATIONAL, INC.

AUDIT NUMBER.....H97000019612

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 11, 1997

CLAUD INTERNATIONAL, INC.
135 - 1ST STREET EAST, SUITE 8-205
TIERRA VERDE, FL 33715

The Articles of Incorporation for CLAUD INTERNATIONAL, INC. were filed on December 11, 1997, and assigned document number P97000104535. Please refer to this number whenever corresponding with this office.

This document was electronically received and filed under FAX audit number H97000019612.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding corporations, please contact this office at the address given below.

Sincerely,
Barbara Brock
Document Specialist
New Filings Section
Division of Corporations

Letter Number: 797A00058463

ARTICLES OF INCORPORATION
OF
CLAUD INTERNATIONAL, INC.

FILED
97 DEC 11 PM 3:
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is CLAUD INTERNATIONAL, INC., and its principal office or mailing address is 135 - 1st Street East, Suite 8-205, Tierra Verde, Florida 33715.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of .10 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 100 - 2nd Avenue South, Suite 701, St. Petersburg, Florida 33701, and the name of the initial registered agent is Michael H. Alden.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one (1) director. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is:

NAME

ADDRESS

Michael Claud

135 - 1st Street East, Suite 8-205
Tierra Verde, Florida 33715

Prepared by:
Michael H. Alden, Esq.
FBN 367044
Fisher & Sauls, P.A.
P.O. BOX 387
St. Petersburg, FL 33731
(813) 822-2033

ARTICLE 7: INCORPORATOR

The name and address of each person signing these Articles is:

NAME**ADDRESS**

Michael Claud

135 - 1st Street East, Suite 8-205
Tierra Verde, Florida 33715

ARTICLE 8: CUMULATIVE VOTING

At each election for directors every shareholder 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 directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE 9: PREEMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of issue then bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

ARTICLE 10: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 11: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 12: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 25th day of November, 1997.



Michael Claud

"Incorporator"

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 25th day of November, 1997.


Michael H. Alden, Registered Agent