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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

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NAME: INTERNATIONAL SALES GROUP-THE COURTS AT SOUF
AUDIT NUMBER.....H98000001125
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION OF INTERNATIONAL SALES GROUP-THE COURTS AT SOUTH BEACH, INC.

The undersigned incorporator of INTERNATIONAL SALES GROUP-THE COURTS AT SOUTH BEACH, INC. for the purpose of forming a Corporation under Chapter 607 of the Florida Statutes, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME & PRINCIPAL ADDRESS

The name and principal address of this corporation is :

INTERNATIONAL SALES GROUP-THE COURTS AT SOUTH BEACH, INC.
1323 Southeast Third Avenue
Fort Lauderdale, FL 33316

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III PURPOSE

This corporation may conduct any lawful business for which a corporation may exist under Chapter 607 of the Florida Statutes.

ARTICLE IV STOCK

This corporation is authorized to issue 100 shares of No par value common stock which shall be designated "Common Shares."

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by:
Staci H. Genot, Esq.
1323 Southeast Third Avenue
Fort Lauderdale, FL 33316
Fla. Bar No. 980420
954-764-0005

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ARTICLE VI
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation shall be:

NAME
Staci H. Genet

ADDRESS
1323 Southeast Third Avenue
Fort Lauderdale, FL 33316

ARTICLE VII
OFFICERS & DIRECTORS

The name, title and address of the officers of this corporation shall be:

The Officers and Directors of this Corporation will be appointed at the Organizational meeting.

ARTICLE VIII
INDEMNIFICATION

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

ARTICLE IX
AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of

Incorporation this 15 day of January, 1998


Staci H. Genet
Incorporator

(Notary for this document on next page)

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

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Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Staci H. Genet personally known by me, or who produced a valid Florida Driver's License as identification, to be the person who executed or acknowledged that he executed the foregoing Articles of Incorporation for INTERNATIONAL SALES, GROUP-THE COURTS AT SOUTH BEACH, INC.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this _____ day of _____, 1998.

NOTARY PUBLIC

My Commission Expires:

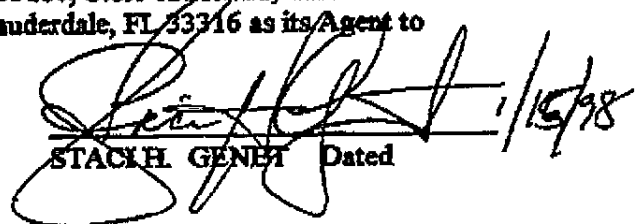
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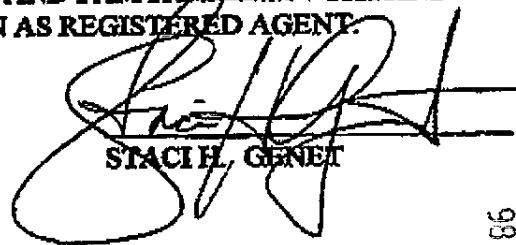
CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

In compliance with Fla. Stat. § 48.091, the following is submitted:

First, that Internaional Sales Group-The Courts at South Beach, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 3370 Northeast 190th Street, Aventura, Florida 33180, State of Florida, has named Staci H. Genet, 1323 Southeast Third Avenue, Fort Lauderdale, FL 33316 as its Agent to Accept Services of process within Florida.


STACI H. GENET Dated 1/15/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.


STACI H. GENET

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