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Subj

Jeanette E. Smith, Esq.

Requestor's Name
9090 S.W. 84th Court

Address
Miami, FL 33156

City State ZIP Phone
(305) 595-3131 D

VALIDATION ONLY

Charter Number Only

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98 JAN 21 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

Innovative Private Business Consulting
Inc.

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| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Walk In | <input checked="" type="checkbox"/> Pick Up | <input type="checkbox"/> Mail Out |

Name
Availability
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Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified Copy

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

K. Rolfe JAN 22 1998

ARTICLES OF INCORPORATION

OF

INNOVATIVE PRIVATE BUSINESS CONSULTING, INC.

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ARTICLE I. CORPORATE NAME AND ADDRESS

The name of this corporation is INNOVATIVE PRIVATE BUSINESS CONSULTING, INC. and the address of the initial principal office is 5005 Collins Avenue, Suite 206, Miami Beach, Florida 33140.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STRUCTURE AND COMMON STOCK

A. The Board of Directors can create any type of Capital Structure necessary for the operation of the Corporation. There can be different stocks of Par Value and Non-Par Value.

B. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with voting rights.

C. This corporation shall issue 500 shares of common stock with voting rights to each of the two officers.

ARTICLE IV. VOTING

One share of voting right common stock is equal to one vote. The affirmative vote of a majority of the directors is necessary for any matter voted upon.

ARTICLE V. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida

shall be: Jeanette E. Smith, Esq.
9090 SW 84 Court
Miami, Florida 33156

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one. The names and addresses of the initial directors

are: Humberto E. Hernandez, III
5005 Collins Avenue, Suite 206
Miami Beach, Florida 33140

Enrique A. Hirlemann
5005 Collins Avenue, Suite 506
Miami Beach, Florida 33140

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Jeanette E. Smith, Esq.
9090 SW 84 Court
Miami, Florida 33156

ARTICLE IX. OFFICERS

Subject to the discretion of the Board of Directors, the affairs of the Corporation shall be administered by its officers, as designated herein, who shall serve at the pleasure of the Board of Directors. Officers can be elected or appointed as determined by the Board, and may also be terminated by the Board. All other regulations concerning officers shall be determined by the Bylaws of the Corporation. Any individual can hold one or more positions as necessity dictates. The name and addresses of the initial officers are:

President/Secretary: Enrique A. Hirlemann
5005 Collins Ave., Suite 206
Miami Beach, FL 33140

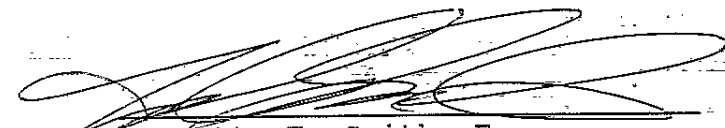
Vice President/Treasurer: Humberto E. Hernandez
5005 Collins Ave., Suite 206
Miami Beach, FL 33140

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock

entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 19th day of January, 1998.



Jeanette E. Smith, Esq.
Incorporator

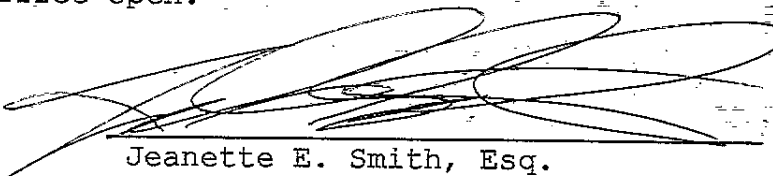
ACCEPTANCE OF REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Innovative Private Business Consulting, Inc., desiring to organize under the laws of the State of Florida, has named Jeanette E. Smith, located at, 9090 SW 84 Court, Miami, Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


Jeanette E. Smith, Esq.
REGISTERED AGENT

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