

P98000075938

Complete Corporate Services, Inc.

555 South Federal Highway,
Suite 400
Boca Raton, Florida 33432

Telephone (561)416-8956

Facsimile (561) 416-2855

August 25, 1998

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Shiraz Holdings, Inc.

400002627904--8
-08/28/98--01072--019
*****78.50 *****78.50

To Whom It May Concern,

Enclosed herewith please find an original and one (1) copy of the Articles of Incorporation for the above corporation along with a check for \$78.25 for the filing and one (1) certified copy of same.

FROM: Stephen Tenzer
c/o Complete Corporate Services, Inc.
555 South Federal Highway, Suite 400
Boca Raton, Florida 33432

APPROVED
AND
FILED
98 AUG 28 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK SEP 1 1998

**ARTICLES OF INCORPORATION
OF
SHIRAZ HOLDINGS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation:

**ARTICLE ONE
NAME**

The name of the corporation is Shiraz Holdings, Inc.

**ARTICLE TWO
PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 555 South Federal Highway, Suite 400, Boca Raton, Florida 33432.

**ARTICLE THREE
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE FOUR
PURPOSE OR PURPOSES**

The general purposes for which the corporation is to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE FIVE
CAPITALIZATION**

The aggregate number of Common Shares which the corporation is authorized to issue is 20,000,000 Shares with par value of \$0.001 each. The aggregate number of Preferred Shares which the corporation is authorized to issue is 500,000 Shares with par value of \$0.001 each.

**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 555 South Federal Highway, Suite 400, Boca Raton, Florida 33432 and the name of its initial registered agent at such address is TAMMY CATRON.

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AND
FILED
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ARTICLE SEVEN
DIRECTORS

The number of directors constituting the corporation's initial Board of Directors is one. The name and address of the person who is to serve as a member of the initial Board of Directors is:

Name	Address
Stephen Tenzer President	555 South Federal Highway, Suite 400 Boca Raton, Florida 33432

ARTICLE EIGHT
INCORPORATORS

The name and address of the initial incorporator is:

Name	Address
BRENDA LEE HAMILTON	555 South Federal Hwy., Suite 400 Boca Raton, Florida 33432

Executed by the undersigned at Palm Beach County, Florida on the 25th day of August, 1998.



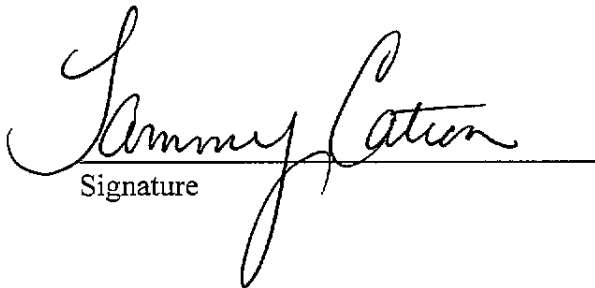
BRENDA LEE HAMILTON

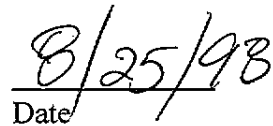
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the Provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the Laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent in the State of Florida.

1. The name of the corporation is Shiraz Holdings, Inc.
2. The name and address of the registered agent and office is TAMMY CATRON at 555 South Federal Highway, Suite 400, Boca Raton, Florida 33432.

Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. 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 obligations of my position as registered agent.


Signature


Date

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