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MORTON H. SILVER

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October 15, 1998

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-10/23/98--01002--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Hon. J. Kassees  
Directors Office  
Secretary of State  
409 East Gaines Street  
Tallahassee, Florida 32301

Privileged & Confidential

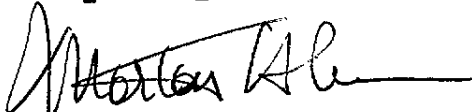
In re: Registration of ADVANCED INTERNATIONAL RESOURCES, Inc.

Dear Sir:

Enclosed please you will find duly executed articles for the above corporation, together with a check in the sum of \$78.75 to cover the costs of registering same.

Thank you very much for your usual help.

Very truly yours,



MORTON H. SILVER

MHS:gn  
encl.  
sent: overnight mail  
cc. Scott Bradley

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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F. CHESSE

OCT 23 1998

ARTICLES of INCORPORATION  
of  
ADVANCED INTERNATIONAL RESOURCES, Inc.

The undersigned incorporators under these Articles of Incorporation, in order to form a corporation under the laws of Florida, hereby certify

ARTICLE 1 - The name of the corporation is:

ADVANCED INTERNATIONAL RESOURCES, Inc.

ARTICLE 2 - This corporation is to exist perpetually.

ARTICLE 3 - The general purposes for which this corporation is

organized is:

(a) To do anything which a corporation may lawfully do under the laws of the State of Florida.

ARTICLE 4- The street and mailing address of the initial principal office of the corporation is: 13043 San Jose Street, Coral Gables, Florida 33156.

ARTICLE 5- The aggregate number of shares of stock which the corporation shall have authority to issue is 50 shares of no par value, capital stock.

ARTICLE 6- The street address of the initial registered office of the corporation is 24000 Tennessee Road, Homestead, Florida 33031. and the name of its initial registered agent at such address is:

Morton H. Silver.

ARTICLE 7- This corporation shall have not less than one director on the Board of Directors initially. The By-Laws may increase or diminish the number of directors, but shall never be less than one. The names and addresses of the members of the first Board of Directors are:

Name: Scott Bradley

Address: 13043 San Jose Street, Coral Gables, Florida 33156.

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ARTICLE 8- The name and address of each incorporator of the corporation

is:

Name: Scott Bradley

Address: 13043 San Jose Street, Coral Gables, Florida 33156.

Scott Bradley  
Incorporator

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STATE OF FLORIDA:

Acknowledgment

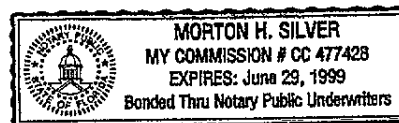
COUNTY OF DADE :

PERSONALLY APPEARED before me, the undersigned authority, Scott Bradley ,  
to me well known as the person described as Incorporator in the above Articles  
of Incorporation, and acknowledged it to be his deed.

WITNESS my hand and seal this 14 day of October 1998 at City  
of Miami, County of Dade, State of Florida.

Morton H. Silver  
Notary Public- State of Florida

My Commission Expires:



REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above named  
corporation and to act as its Registered Agent at the place designated in the  
foregoing Certificate, the undersigned hereby agrees to act in this capacity and  
further agrees to comply with the provisions of all statutes relative to the  
proper and complete performance of said duties.

Dated: October 14 1998.

Morton H. Silver

REGISTERED AGENT

Morton H. Silver  
24000 Tennessee Road  
Homestead, Florida 33031