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May 25, 1999

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*****70.00 *****70.00

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Corporate Filing for International Recruiting Network, Inc.

Dear Madam/Sir:

Enclosed, please find the original of the Articles of Incorporation and Registered Agent Acceptance forms for International Recruiting Network, Inc., a new Florida for profit corporation.

Also find my check number 2091, for the State's corporate filing fee in the amount of \$ 70.00. Please return the filing acceptance statement to my office in the enclosed self-addressed stamped envelope.

Feel free to call me if there are any questions. Thank you in advance for your assistance with this matter.

Cordially,

Michael Maliszewski

Michael Maliszewski, Esq.

/dk
Enclosures

FILED
1999 MAY 27 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MICHAEL MALISZEWSKI GAVE

AUTHORIZATION BY PHONE TO
CORRECT ADDRESS

DATE 06-02-99

DOC. EXAM. R. Purinton

FILED

1999 MAY 27 PM 3: 37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

INTERNATIONAL RECRUITING NETWORK, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is: International Recruiting Network, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

100 E. Linton Boulevard, Suite 116-B
Delray Beach, Florida 33483

ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE V. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares, all of which shall be common shares with par value of One Dollar (\$1.00) for each share.

ARTICLE VI. GRANT OF PREEMPTIVE RIGHTS

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, that may be issued at any time by the corporation.

ARTICLE VII. REGISTERED OFFICE

The name and address of the initial registered agent is:

Michael B. Hyre
100 E. Linton Boulevard, Suite 116-B
Delray Beach, Florida 33483

ARTICLE VIII. INCORPORATOR(S)

The name and address of the incorporator is:

Michael B. Hyre
100 E. Linton Boulevard, Suite 116-B
Delray Beach, Florida 33483

ARTICLE IX. INITIAL DIRECTOR(S)

The corporation shall have 1 director initially. The number of director(s) may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than ONE (1). The names of the initial directors are:

Michael B. Hyre
100 E. Linton Boulevard, Suite 116-B
Delray Beach, Florida 33483

Daniela Hyre
100 E. Linton Boulevard, Suite 116-B
Delray Beach, Florida 33483

IN WITNESS WHEREOF, I have subscribed my name this 25
day of May, 1999.

Michael B. Hyre
Michael B. Hyre

STATE OF FLORIDA)

COUNTY OF MARTIN)

On this day personally appeared before me, the undersigned authority, Michael B. Hyre, who is [] personally known to me or who [X] produced Fla driver's license as identification, and did not take an oath.

WITNESS my hand and official seal in the above-named County and State this 25th day of May 1999.

(Seal)

NOTARY PUBLIC - STATE OF FLORIDA
MICHAEL MALISZEWSKI
COMMISSION # CC763189
EXPIRES 7/28/2002
BONDED THRU ASA 1-888-NOTARY1

Michael Maliszewski
Notary Public, Seal of Florida
My Commission Expires: 07/28/2002

ACCEPTANCE OF REGISTERED AGENT


FOR

INTERNATIONAL RECRUITING NETWORK, INC.

I, Michael B. Hyre, having been named to accept service of process, for the above-stated corporation at the place designated in the foregoing Articles of Incorporation, hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 25 day of May, 1999.

REGISTERED AGENT:


Michael B. Hyre
100 E. Linton Boulevard
Suite 116-B
Delray Beach, FL 33483

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA