



THE UNITED STATES
CORPORATION
COMPANY

PA99000053308

99 JUN 11 PM 2:49

ACCOUNT NO. : 072100000032

REFERENCE : 271379 7186481

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUTHORIZATION :

Patricia Pizitz

COST LIMIT : \$ 70.00

ORDER DATE : June 11, 1999

ORDER TIME : 12:15 PM

ORDER NO. : 271379-005

500002902095--0

CUSTOMER NO: 7186481

CUSTOMER: Ms. Cindi D'andrea
CINDI D'ANDREA
CINDI D'ANDREA
#293
265 South Federal Highway
Deerfield Beach, FL 33441

DOMESTIC FILING

NAME: CDC ENTERPRISES INTERNATIONAL,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

PH 6/11/99 ✓ (2)

DEPARTMENT OF
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JUN 11 PM 12:56

ARTICLES OF INCORPORATION
OF
CDC ENTERPRISES INTERNATIONAL, INC.

FILED

99 JUN 11 PM 2:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is

CDC ENTERPRISES INTERNATIONAL, INC.

The mailing address of this Corporation is:

285 South East Sixth Avenue, Deerfield Beach, FL 33441

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or
business permitted by applicable law.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to
have outstanding at any time is 2,000,000 shares of common stock having
a par value of .0001 per share. The consideration to be paid for each
share of stock shall be fixed by the Board of Directors.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 285 South East Sixth Avenue, Deerfield Beach, FL 33441 and the initial registered agent of this Corporation at such office shall be Cindi D'Andrea who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time as provided in the Bylaws but in no case shall the number of directors be less than one. The name and address of the initial Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Cindi D'Andrea	285 South East Sixth Avenue, Deerfield Beach, FL 33441

ARTICLE VII - BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or the Directors.

ARTICLE VIII - SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX - INCORPORATOR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and street address of the person signing

these Articles of Incorporation is:

Name Address

Cindi D'Andrea

285 South East Sixth Avenue,

Deerfield Beach, FL 33441

IN WITNESS WHEREOF, the undersigned incorporator has executed these

Articles of Incorporation this 9th day of June, 1999.

X

Cindi D'Andrea, Incorporator

ACCEPTANCE OF APPOINTMENT

Pursuant to Section 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts the appointment as registered agent of CDC ENTERPRISES INTERNATIONAL, INC. and agrees to act in that capacity and to comply with the provisions of the Florida General Corporation Act.

The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Date: June 9, 1999

X

Cindi D'Andrea, Registered Agent