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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850)922-4001

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

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TALLAHASSEE, FLORIDA
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DOMESTICATION

I & F Corporation, Guam

Certificate of Status	1
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CERTIFICATE OF DOMESTICATION

On behalf of I & F Corporation, Guam ("the Corporation"), a foreign corporation, the undersigned hereby certifies that:

1. The date on which the Corporation was first formed was: November 28, 1986
2. The jurisdiction where the Corporation was first incorporated was: Guam
3. The name of the Corporation immediately prior to filing of this Certificate was:
I & F Corporation, Guam
4. The name of the Corporation as set forth in the Articles of Incorporation to be filed with this Certificate is:
I & F Corporation, Guam
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the Corporation, or any other equivalent thereto under applicable law, immediately prior to the filing of this Certificate was: Guam

The undersigned authorized signatory on behalf of the Corporation executed this Certificate of Domestication on the date below.


Name: Sukeaki Izumi
Title: President
by R.A. Reyes as attorney-in-fact

Date: November 1, 2000

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TALLAHASSEE, FLORIDA

Allen H. Libow
Graner, Root & Libow, P.A.
1200 N. Federal Highway Suite 301
Boca Raton FL 33432
561-998-3232

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Guam corporation is:
I & F Corporation, Guam

Article II. Address

The Corporation's mailing address is:
I & F Corporation, Guam
115 East Tropicana
Las Vegas NV 89109

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Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Allen H. Libow
1200 N. Federal Highway Suite 301
Boca Raton FL 33432

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Sukeaki Izumi
Toyo Izumi

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Allen H. Libow
Graner, Root & Libow, P.A.
1200 N. Federal Highway Suite 301
Boca Raton FL 33432
561-998-3232

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Article V. Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Allen H. Libow
Graner, Root & Libow, P.A.
1200 N. Federal Highway Suite 301
Boca Raton FL 33432

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 28, 1986.

The undersigned incorporator executed these Articles of Incorporation on November 1, 2000.



ALLEN H. LIBOW

by R.A. Reyes as attorney-in-fact

Allen H. Libow
Graner, Root & Libow, P.A.
1200 N. Federal Highway Suite 301
Boca Raton FL 33432
561-998-3232

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

I & F Corporation, Guam

REGISTERED AGENT/OFFICE:

Allen H. Libow
1200 N. Federal Highway Suite 301
Boca Raton FL 33432

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

A. Reyes

ALLEN H. LIBOW
by R.A. Reyes as attorney-in-fact

Date: November 1, 2000

Allen H. Libow
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