

1201 HAYS STREET

800-342-8086

TALLAHASSEE, FL 32301

904-277-0393



Handwritten: P50005129

ACCOUNT NO. : 072100000032

REFERENCE : 642978 80572A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : July 17, 1995

ORDER TIME : 2:22 PM

ORDER NO. : 642978

CUSTOMER NO: 80572A

CUSTOMER: Peter M. Hodkin, Esq
PETER M. HODKIN, P. A.

Suite 302
2200 West Commercial Boulevard
Fort Lauderdale, FL 33309

800001538168
-7/17/95--01068--013
****122.50 ****122.50

DOMESTIC FILING

NAME: UNITED CAPITAL AND FINANCIAL SERVICES, INC.

XXXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: T. BROWN JUL 17 1995

FILED
95 JUL 17 PM 4:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NR R95-3059

FILED
95 JUL 17 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

UNITED CAPITAL AND FINANCIAL SERVICES, INC.

ARTICLE I

NAME

The name of this corporation shall be:

UNITED CAPITAL AND FINANCIAL SERVICES, INC.

ARTICLE II

PRINCIPAL OFFICE

The initial principal office of this corporation shall
be:

7975 NW 154th Street, Suite 400
Miami Lakes, Florida 33016

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of
common stock, which shall be designated "Common Shares".

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of
this corporation is 2101 West Commercial Boulevard, Suite 4100,
Fort Lauderdale, Florida 33309, and the initial registered agent of
this corporation at that address is Peter M. Hodkin.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws but there shall never be less than two directors. The name and address of the initial Directors of this corporation are:

Anthony Mijares, Jr.	7975 NW 154th Street Suite 400 Miami Lakes, Florida 33016
Jesus Monteagudo	13655 SW 34th Street Miami, Florida 33175

ARTICLE VI

INCORPORATOR

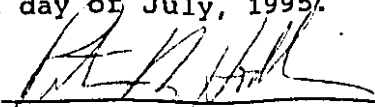
The name and address of the person signing these Articles is PETER M. HODKIN, 2101 West Commercial Boulevard, Suite 4100, Fort Lauderdale, Florida 33309.

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

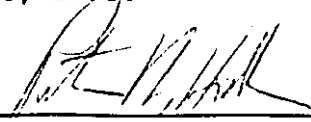
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of July, 1995.


PETER M. HODKIN

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE IV OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 12TH DAY OF JULY, 1995.

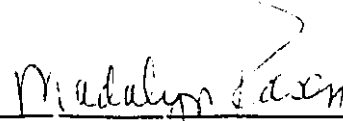


PETER M. HODKIN

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared PETER M. HODKIN, known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of UNITED CAPITAL AND FINANCIAL SERVICES, INC., and he acknowledged before me that he executed those Articles of Incorporation. He is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state aforesaid this 12th day of July, 1995.



NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

52172



MADALYN ROSEN
MY COMMISSION # CC 204538 EXPIRES
1 by 31, 1996
BONDED THRU ROY FAIN INSURANCE, INC.

FILED
95 JUL 17 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA