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Certificate Number Only

12-18-96

Requestor's Name  
Address  
City State ZIP Phone

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VALIDATION ONLY

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-12/19/96--01036--001  
\*\*\*122.50 \*\*\*122.50

CORPORATION(S) NAME

American Financial Trading Corp.



Empire Toll Free: 1-800-432-3028

FILED  
96 DEC 19 PM 12:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Reservation
- Change of Registered Agent
- Certified Copy
- Photo Copies
- Certificate Under Seal
- Call When Ready
- Call If Problem
- After 4:30
- Walk In
- Will Wait
- Pick Up
- Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

**ARTICLES OF INCORPORATION  
OF  
AMERICAN FINANCIAL TRADING CORP**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I**

The name of the corporation is **AMERICAN FINANCIAL TRADING CORP.**

**ARTICLE II**

The corporation is to commence its corporate existence on the date of subscription and acknowledgement of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE III**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

The corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value stock. Each outstanding share shall be entitled to one vote on each matter submitted to a vote at a meeting of the Shareholders.

The shares of stock may be issued for such consideration having a value not less than par value of the share issued therefor as is determined from time to time by the Board of Directors to be paid in whole or in part, in cash or other property, tangible or intangible, or in labor or services performed for the corporation. Shares may be issued in exchange for written promises to perform services in the future. If shares are issued without full consideration being paid prior to issuance, notice shall be given to all stockholders ten (10) days prior to such issuance.

**ARTICLE V**

The principal address of the corporation shall be 1700 East Las Olas Blvd., Suite 100 B, Fort Lauderdale, Florida 33309.

Kim T. Mollica, Esquire  
370 Camino Grdns. Blvd., Suite 118  
Boca Raton, FL 33432-5826  
561/394-5524-Telephone  
FBN: 850837

#### ARTICLE VI

All corporate powers shall be executed by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

The corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the corporation.

The names and street addresses of the initial director who shall hold office until their successors shall be chosen at the first meeting of the Stockholders who have qualified shall be:

Sam J. Goldman  
1700 East Las Olas Blvd.  
Suite 100 B  
Fort Lauderdale, Florida 33309

#### ARTICLE VII

The corporation shall indemnify any present or former officer or director or person exercising powers and duties of a director to the full extent now or hereafter permitted by law.

#### ARTICLE VIII

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any by-law adopted by the Shareholders if the Shareholders provide that the by-law shall not be altered, amended or repealed by the Board of Directors.

#### ARTICLE IX

These Articles of Incorporation may be amended by any time by a vote of the majority of the voting stock of the corporation outstanding at any regular meeting of the Stockholders or at any special meeting of the Stockholders called for that purpose.

#### ARTICLE X

The name and address of the Incorporator to these Articles of Incorporation is:

Sam J. Goldman  
1700 East Las Olas Blvd.  
Suite 100 B  
Fort Lauderdale, Florida 33309

m T. Mollica, Esquire  
0 Camino Gardens Blvd., Suite 118  
ca Raton, FL 33432-5826  
1/394-5524-Telephone  
N: 850837

**ARTICLE XI**

The street address of the initial registered office of the corporation is 1700 East Las Olas Blvd., Suite 100 B, Fort Lauderdale, Florida 33309 and the name of the initial registered agent of the corporation at that address is Sam J. Goldman.

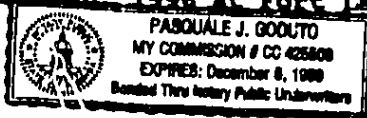
IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 10<sup>th</sup> day of December, 1996.

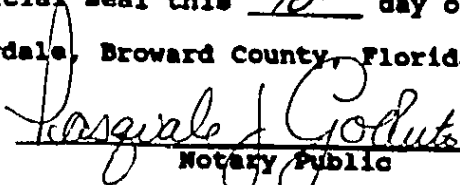
  
\_\_\_\_\_  
Sam J. Goldman

STATE OF FLORIDA            )  
                                  ) ss.  
COUNTY OF BROWARD        )

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, personally appeared SAM J. GOLDMAN known to me and known by me to be the person who executed the foregoing Articles of Incorporation and that he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 10<sup>th</sup> day of December, 1996 at Fort Lauderdale, Broward County, Florida.



  
\_\_\_\_\_  
Notary Public

MY COMMISSION EXPIRES:

im T. Mollica, Esquire  
70 Camino Gardens Blvd., Suite 118  
oca Raton, FL 33432-5826  
61/394-5524-Telephone  
BN: 850837

**CERTIFICATE OF REGISTERED AGENT**

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Sam J. Goldman  
Sam J. Goldman  
Registered Agent

DATED: 12-16-96

FILED  
96 DEC 19 PM 12: 21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Sam T. Mollica, Esquire  
10 Camino Gardens Blvd., Suite 118  
Cocoa Raton, FL 33432-5826  
1/394-5524-Telephone  
N: 850837