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Law Offices of
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January 21, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

FILED
97 JAN 22 AM 10:14
TALLAHASSEE, FLORIDA

Re: EQUITY FINANCIAL GROUP, INC.

800003064838--4
-01722797--01128--004
****122.50 ****122.50
EFFECTIVE DATE

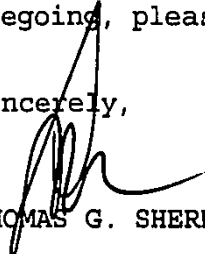
To Whom It may Concern:

1-23-97

In reference to the above captioned, enclosed is an original and one copy of the Articles of Incorporation for filing. Also enclosed is a check in the sum of \$122.50 to cover your fee for same. Please forward a copy of the filed Articles of this corporation to the undersigned at your earliest convenience.

Thank you for your attention to this matter. Should you have any questions regarding the foregoing, please contact me.

Sincerely,


THOMAS G. SHERMAN

TGS:SL
ENCLS.

Barbara GAVE
Thomas Sherman's office
AUTHORIZATION BY PHONE TO
CORRECT Article 4
DATE add name/pt.
RECEIVED OK 1/29/97

ARTICLES OF INCORPORATION

OF

EQUITY FINANCIAL GROUP, INC.

FILED

97 JAN 22 AM 10:15

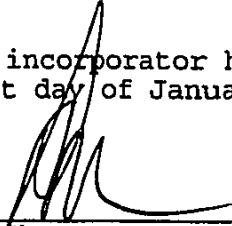
TALLAHASSEE, FLORIDA

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

- 1-23-97
- FIRST:** The name of the Corporation is EQUITY FINANCIAL GROUP, INC. (the "Corporation").
- SECOND:** The principal office address and mailing address of the Corporation is 9240 SW 72nd Street, Suite 100, Miami, Florida 33173.
- THIRD:** The corporation is authorized to issues 1,000 shares of common stock, par value \$.00 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: Sherman & Castro, Thomas G. Sherman, Esquire, 218 Almeria Avenue, Coral Gables, Florida 33134. The name of the registered agent is Thomas G. Sherman, Esquire.
- FIFTH:** The name and address of the incorporator of the Corporation is: Thomas G. Sherman, 218 Almeria Avenue, Coral Gables, Florida 33134.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have four directors initially and the number of directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial director of the Corporation is:
- Raul Benitez
9240 SW 72nd Street
Suite 100
Miami, Florida 33173
- EIGHTH:** The Corporation expressly elects not to be governed by Section 607.09011 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.
- NINTH:** The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

TENTH: The corporate existence of the Corporation shall commence on January 23, 1997.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of January, 1997.



Thomas G. Sherman, Esq. Incorporator

ACCEPTANCE OF APPOINTMENT

FILED

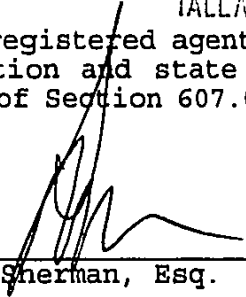
OF

97 JAN 22 AM 10:15

REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



Thomas G. Sherman, Esq.