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

From: Account Name : PROSKAUER ROSE GOETZ & MENDELSON
Account Number : 074673001063
Phone : (561) 995-4751
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FLORIDA PROFIT CORPORATION OR P.A.

Diamond Girls Investment Group Associates, Inc.

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APR 11 2000 14:53 FR PROSKAUER ROSE

561 241 5280 TO 5063#99999080#18 P.06/06

THE DIAMOND GIRLS INVESTMENT CLUB, INC.
2565 S. Ocean Blvd.
Suite 102N
Highland Beach, Florida 33487

April 6, 2000

Office of the Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

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Re: DIAMOND GIRLS INVESTMENT GROUP ASSOCIATES, INC.

Dear Sir/Madam:

The undersigned corporation has been incorporated in Florida under the name The Diamond Girls Investment Club, Inc. We are aware of the fact that a new Florida corporation may be formed under the name Diamond Girls Investment Group Associates, Inc.

The undersigned corporation has no objection to such name being used.

The Diamond Girls Investment Club, Inc.,
a Florida corporation

By: Judith B. Spring
Judith B. Spring, President

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**ARTICLES OF INCORPORATION
OF
DIAMOND GIRLS INVESTMENT GROUP ASSOCIATES, INC.**

**Article I
Name**

The name of the corporation is DIAMOND GIRLS INVESTMENT GROUP ASSOCIATES, INC.

**Article II
Duration**

The corporation shall have perpetual existence.

**Article III
Purpose**

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

**Article IV
Address**

The principal place of business of the corporation shall be: P.O. Box 16550, West Palm Beach, Florida 33416.

**Article V
Capital Stock**

The corporation is authorized to issue 100,000 shares of common stock, \$.001 par value per share.

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Article VI
Initial Registered Office And Agent

The street address of the initial registered office of the corporation is 2255 Glades Road, Suite 340W, Boca Raton, Florida 33431, and the name of the initial registered agent of the corporation at that address is Gayle E. Coleman.

Article VII
Initial Board of Directors

The corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one (1). The names and addresses of the initial directors of the corporation are:

Judith B. Spring
3855 Majestic Palm Way
Delray Beach, FL 33445

Carol Celestino
2565 S. Ocean Blvd., Suite 102N
Highland Beach, FL 33487

Denise Sands
P.O. Box 16550
West Palm Beach, FL 33416

Article VIII
Incorporator

The name and address of the person signing these Articles of Incorporation is Gayle E. Coleman, 2255 Glades Road, Suite 340W, Boca Raton, Florida 33431.

Article IX
Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X
Indemnification

Provided that the person proposed to be indemnified meets the requisite standard of conduct for permissive indemnification as set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, the corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or agent. The indemnification provided herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be an officer, director, employee or agent of the corporation, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person. An adjudication of liability shall not affect the right to indemnification for those indemnified.


Article XI
Bylaws

The bylaws may be adopted, altered, amended or repealed by either the shareholders or the board of directors, but the board of directors may not amend or repeal any bylaw provision adopted by the shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

Article XII
Beginning of Corporate Existence

The corporate existence of the corporation shall begin upon the filing of these Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this
08 day of April, 2000.


Gayle E. Coleman
Incorporator

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Gayle E. Coleman

Registered Agent

Dated: April 6, 2000

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