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LAW OFFICES

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January 3, 2001

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*****122.50 *****78.75

Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32301

Att: Corporate Records Department

Re: Edge Capital Corp.

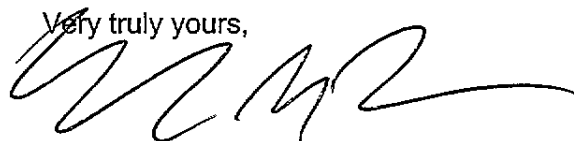
Gentlemen:

We are enclosing original and one copy of Articles of Incorporation for the above referenced company together with our trust account check in the amount of \$122.50 to cover the necessary filing fee, and one certified copy.

Please file the enclosed Articles and forward the certified copy to this office.

Thank you for your assistance in this matter.

Very truly yours,



Charles B. Butman

CBB:sg

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01 JAN -8 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch JAN 11 2001

**ARTICLES OF INCORPORATION
OF**

EDGE CAPITAL CORP.

ARTICLE I - NAME

The name of this corporation is: Edge Capital Corp.

ARTICLE II - DURATION

The date when the corporate existence shall begin shall be the date of subscription and acknowledgment stated herein if these Articles of Incorporation are filed within five (5) days after subscription and acknowledgment, and are subsequently approved by the Secretary of State and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the office of the Secretary of State. Thereafter, the period of its duration shall be perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of common stock at One (\$1.00) par value for each of said common stock shares.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 276 S. Parkway, Golden Beach, Florida 33160, and the name of the initial registered agent of this corporation is Jonathan Eichner.

ARTICLE VI - FIRST BOARD OF DIRECTORS

This corporation's first Board of Directors shall consist of one (1) director. The number of the directors may be either increased or decreased from time to time by amendment of the By-Laws, but shall never be less than one (1). The Name and address of the initial Board of Directors of this corporation is:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name:


Jonathan Eichner

Address:276 S. Parkway
Golden Beach, Florida 33160**ARTICLE VII - INCORPORATORS**

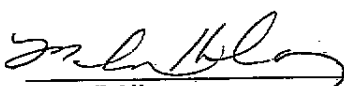
The name and address of the person signing these Articles of Incorporation is:

Name:

Jonathan Eichner

Address:276 S. Parkway
Golden Beach, Florida 33160**ARTICLE VIII - PRINCIPAL PLACE OF BUSINESS**The principal place of business of this corporation shall be: 276 S. Parkway, Golden Beach,
Florida 33160.**ARTICLE IX - AMENDMENT OF ARTICLES**This corporation reserves the right to amend or repeal any provision contained in these
Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders
is subject to this reservation.IN WITNESS WHEREOF the undersigned incorporator and designated registered agent has
executed these Articles of Incorporation this 2nd day of January, 2001.
JONATHAN EICHNER
Incorporator
JONATHAN EICHNER
Registered Agent

STATE OF UTAH

COUNTY OF SUMMITThe foregoing was acknowledged before me this 2 day of January, 2001 by
JONATHAN EICHNER, personally known to me or who produced PENNSYLVANIA DL as
identification, and who executed the foregoing Articles of Incorporation and he accepted his
designation as Registered Agent.
Notary PublicMy commission expires: 3/4/02