TRANSMITTAL LETTER

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Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

800003743618--7 -02/20/01--01062--018 *****78.75 *****78.75

SUBJECT: McWhite Capital & Real Estate Investments Corporation.

(Proposed corporate name-must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

□ \$70.00 \$78.75 □ \$122.50 □ \$131.25 Filing fee Filing fee Filing fee Filing fee, &Certificate Certified Copy & Certified Copy &Certificate FROM: Clifton H. Rodriquez, C.P.A. Name (printed or typed) 3146 N.W. 68 Street Ft. Lauderdale, Florida 33309

NOTE: Please provide the original and one copy of the articles.

Voice: (954) 969-9637

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ARTICLES OF INCORPORATION

For

McWhite Capital & Real Estate Investments Corporation

The undersigned subscriber(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

Article I-Name of the Corporation

The name of the corporation shall be:

McWhite Capital & Real Estate Investments Corporation

Article II-Nature or Purpose of the Business

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state. The corporation will engage in capital and real estate investments in the Tri-County area, and the State of Florida. The corporation will comply with any professional regulations imposed by state agencies within the State of Florida as well as federal agencies.

Article III-Principal Office	ALL SECO	<u> </u>	
The principal business mailing address of this corporation shall be:	RETARY	FEB 20	
3146 N.W. 68 Street Ste. No.1 Ft. Lauderdale, Florida 33309	OF STATE) PH 1: 50	O

Article IV-Number of Shares Authorized

The number of common shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1000)

(The par value of the corporation common stock will be \$1.00) Albert R. McWhite will own 100% of the outstanding shares of the corporation.

ARTICLES OF INCORPORATION

For

McWhite Capital and Real Estate Investments Corporation

Article V-Initial Registered Agent

The name and address of the initial registered agent is:

Clifton H. Rodriquez, C.P.A. 3146 N.W. 68 Street ~ Ste. No.1 Ft. Lauderdale, Florida 33309

Article VI-Subscribers (s)

Albert R. McWhite 3501 W. Broward Boulevard Ft. Lauderdale, Florida 33312

The undersigned subscriber(s) have executed these Articles of Incorporation this

12th day of February, 2001:

Article VII-Appointment of Corporate Officers

The Board of Directors of the corporation has appointed the following officers:

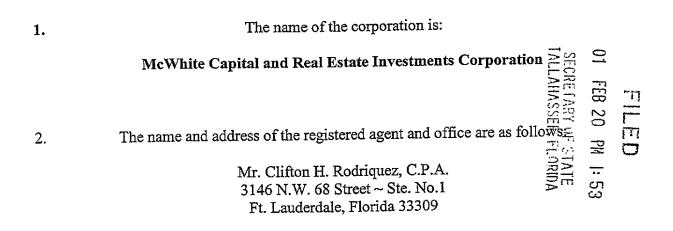
Name	Address	Position
Albert R. McWhite	3501 W. Broward Blvd. Ft. Lauderdale, FL 33312	President/CEO/Chair
Kai C. Walker	3501 W. Broward Blvd. Ft. Lauderdale, FL 33312	Corporate Secretary/Director
Clifton H. Rodriquez	3146 N.W. 68 Street Ft. Lauderdale, FL 33309	Board Advisor/Ex-Officio

The above officers will serve until such time that the Board of Directors sees fit to relieve them of their duties and responsibilities as officers of the corporation.

Articles of Incorporation Filing Fee-\$35.00

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.



Having been named as registered agent and to accept service for the above stated corporation at the place designated in this Certificate, 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 obligation of my position as registered agent.

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