

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 222-1222 • 1-800-342-8062 • Fax (850) 222-1222

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EastPointe Partners, Inc.

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DIVISION OF CORPORATIONS
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- ✓ Art of Inc. File _____
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Art. of Amend. File _____
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✓ Cert. Copy _____
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

THE UNDERSIGNED acting as Incorporator of a corporation under the Florida General Corporation Act hereby associate themselves together to form a corporation for profit and adopt the following Articles of Incorporation for such corporation.

ARTICLE I: Name

The name of this corporation is:

EASTPOINTE PARTNERS, INC.

ARTICLE II: Duration

The period of its duration is perpetual unless dissolved by action of law.

ARTICLE III: Purpose

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV: Capital Stock

The amount of the total authorized stock of the corporation shall be 1000 shares of common stock having a par value of \$1.00 per share fully paid and non assessable. Stock may be issued by cash, property, labor services or good will, as may be determined by the Board of Directors. There will only be one class of stock, common stock, issued with full voting powers. No other class of stock will be issued. There will be no preemptive rights for any stockholder.

ARTICLE V: Initial Registered Office and Agent

The name and address of the initial registered agent and office of this corporation are as follows:

KENNETH D. RAGER	3364 Cleveland Ave. Fort Myers, FL 33901
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The mailing address and office of the corporation is the same.

ARTICLE VI: Initial Board of Directors

The corporation shall have one director initially. The number of directors may be either decreased or increased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial directors of this corporation are:

KENNETH D. RAGER	3364 Cleveland Ave. Fort Myers, FL 33901
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JONATHAN S. DAITCH	3364 Cleveland Ave Fort Myers, FL 33901
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII: Initial Officers

Name	Address	Title-Office:
KENNETH D. RAGER	3364 Cleveland Ave. Fort Myers, FL 33901	President/Secretary
JONATHAN S. DAITCH	3364 Cleveland Ave. Fort Myers, FL 33901	Vice President/Treasurer

ARTICLE VIII: Incorporators

The name and address of the Incorporator signing these Articles of Incorporation are:

Name	Address
KENNETH D. RAGER	3364 Cleveland Ave. Fort Myers, FL 33901

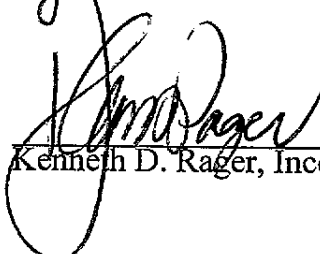
ARTICLE IX: Indemnification

The corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and pursuant to the provisions of Section 607.14 of the Florida Statutes, as amended.

ARTICLE X: Amendment of Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 5th day of July, 2001.


Kenneth D. Rager, Incorporator

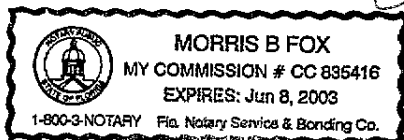
STATE OF FLORIDA)
COUNTY OF LEE)

BEFORE ME, the undersigned authority personally appeared KENNETH D. RAGER, (X) who is personally known to me, OR () who provided _____ as identification, and who did not take an oath; to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5th day of July 2001.

My Commission Expires: June 8, 2003

(SEAL)



Notary Public Signature
MORRIS B. FOX

Print Notary Name

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That **EASTPOINTE PARTNERS, INC.** desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 3364 Cleveland Ave., the City of Fort Myers, State of Florida, has named Kenneth D. Rager located at 3364 Cleveland Ave., City of Fort Myers, State of Florida, as its agent to accept service of process within Florida.

Kenneth D. Rager
Kenneth D. Rager, Corporate Officer

PRESIDENT
Title

7/5/01
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Kenneth D. Rager
Kenneth D. Rager, Registered Agent

7/5/01
Date