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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.  
Account Number : 075350000353  
Phone : (212)431-5000  
Fax Number : (212)431-1441

**FLORIDA PROFIT CORPORATION OR P.A.**

**GLOBAL CAPITAL FORUM INC.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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**ARTICLES OF INCORPORATION  
OF  
GLOBAL CAPITAL FORUM INC.**

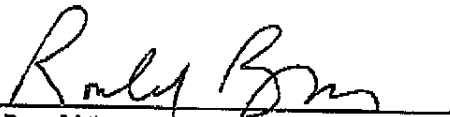
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**THE UNDERSIGNED** sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **GLOBAL CAPITAL FORUM INC.**
2. The duration of the corporation shall be perpetual.
3. The purpose for which this corporation is being formed is to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares with no par value.
5. The principal address of the corporation will be:  
**6540 East Rodgers Circle, Boca Raton, FL 33487.**
6. The address of the initial registered office will be **6540 East Rodgers Circle, Boca Raton, FL 33487** the name of its initial registered agent at such address is **Richard Rosenstein.**
7. The names and the addresses of the persons who shall serve as the initial Board of Directors are as follows  
**Richard Rosenstein, 6540 East Rodgers Circle, Boca Raton, FL 33487**  
**Jack Marks, 6540 East Rodgers Circle, Boca Raton, FL 33487.**
8. The name and address of the sole incorporator is:  
**Ronald Brown**  
**c/o BlumbergExcelsior Corporate Services, Inc.**  
**62 White Street, New York, NY 10013**

**IN WITNESS WHEREOF**, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: December 10, 2001

  
**Ronald Brown**  
**Sole Incorporator**

**Blumberg Excelsior Corporate Services**  
**62 White Street**  
**New York, NY 10013**

**ACCEPTANCE OF APPOINTMENT**

**AS**

**REGISTERED AGENT**

I, the undersigned, do hereby accept appointment as Registered Agent of  
GLOBAL CAPITAL FORUM INC.

Dated: DECEMBER 7, 2001.

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**Richard Rosenstein**  
*Registered Agent*

**Blumberg Excelsior Corporate Services**  
62 White Street  
New York, NY 10013