

**Electronic Articles of Incorporation
For**

**P02000020387
FILED
February 22, 2002
Sec. Of State**

PRIME RATE SERVICES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PRIME RATE SERVICES, INC.

Article II

The principal place of business address:

2921 NORTHWEST 6TH AVENUE
MIAMI, FL. US 33127

The mailing address of the corporation is:

2921 NORTHWEST 6TH AVENUE
MIAMI, FL. US 33127

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1,000,000,000 SHARES AT \$0.001 PAR VALUE

Article V

The name and Florida street address of the registered agent is:

JONATHAN SHEPARD
5355 TOWN CENTER ROAD
SUITE 801
BOCA RATON, FL. US 33486

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: JONATHAN SHEPARD

Article VI

The name and address of the incorporator is:

CORPORATION SERVICE COMPANY
1201 HAYS STREET

TALLAHASSEE, FL 32301

Incorporator Signature: DEBORAH D. SKIPPER