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LAW OFFICE OF
DOUGLAS MARK KRAMER, P.A.

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SUITE 266
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DOUGLAS MARK KRAMER, ESQUIRE

OF COUNSEL

ROBERT H. YAFFE, ESQUIRE

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 OCT 14 PM 1:33

October 11, 2002
Via Federal Express

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-10/14/02--01039--004
*****70.00 *****70.00

Re: Pro-Capital Enterprises, Inc.

Dear Sir/Madam:

Enclosed please find the following:

1. Original and one copy of Articles of Incorporation of Accurate Adjusting Services, Inc.
2. Our check in the amount of \$70.00 payable to Florida Department of State representing the filing fee (\$35.00) and registered agent fee (\$35.00).

Please file the articles of incorporation and return a file stamped copy.

Thank you for your attention to this matter.

Very truly yours,

LAW OFFICES OF DOUGLAS MARK KRAMER, P.A.

By: 

Robert H. Yaffe

RHY/em
Encls.

D. WHITE OCT 15 2002 5

ARTICLES OF INCORPORATION

EFFECTIVE DATE
10-10-02

OF

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 OCT 14 PM 1:33

PRO-CAPITAL ENTERPRISES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. - Name and Effective Date

The name of the corporation shall be: **PRO-CAPITAL ENTERPRISES, INC.**

The date of existence of this corporation shall be October 10, 2002.

ARTICLE II. - Nature of Business

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value. The corporation will begin business with \$500.00 in capital. The proceeds of stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE IV. - Principal Place of Business

The street address of the initial principal place of business of the corporation shall be 1025 Kane Concourse, Suite 207, Bay Harbor Islands, Florida 33154, or such other location as the Board of Directors may designate.

ARTICLE V. - Term of Existence

This corporation shall exist perpetually.

ARTICLE VI. - Board of Directors

The business of this corporation shall be managed by its Board of Directors. The corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one.

ARTICLE VII. - Initial Board of Directors

The names and addresses of the initial Board of Directors are as follows:

Ryan Rose	1025 Kane Concourse, Suite 207, Bay Harbor Islands, Florida 33154
Brian Levy	1025 Kane Concourse, Suite 207, Bay Harbor Islands, Florida 33154
Mark Revitz	1025 Kane Concourse, Suite 207, Bay Harbor Islands, Florida 33154

ARTICLE VIII. - Officers

The names and addresses of the officers of the corporation are:

President	Ryan Rose	1025 Kane Concourse, Suite 207, Bay Harbor Islands, Florida 33154
Secretary:	Stacy Levy	1025 Kane Concourse, Suite 207, Bay Harbor Islands, Florida 33154
Treasurer:	Honey Revitz	1025 Kane Concourse, Suite 207, Bay Harbor Islands, Florida 33154

ARTICLE IX. - Subscriber

The name and street address of the subscriber of this corporation is:

Ryan Rose
1025 Kane Concourse, Suite 207, Bay Harbor Islands, Florida 33154


ARTICLE X. - Indemnification

The corporation shall indemnify any stockholder(s) managing the affairs of the corporation, to the full extent permitted by law.

ARTICLE XI. - Registered Office and Registered Agent

The street address of the initial registered office of this corporation is 11900 Biscayne Boulevard, Suite 266, Miami, Florida 33181, and the name of the initial registered agent of this corporation at that address is Robert H. Yaffe.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Miami, Miami-Dade County, Florida, for the uses and purposes aforesaid, this 11 day of October, 2002.



Ryan Rose
Subscriber

STATE OF FLORIDA)
)ss:
MIAMI-DADE COUNTY)

BEFORE ME, the undersigned authority, personally appeared **Ryan Rose**, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State aforesaid this 11th day of October, 2002.



Robert H. Yaffe
Commission # CC 941711
Expires July 17, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

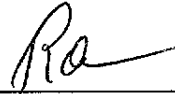


NOTARY PUBLIC
State of Florida at Large

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as registered agent for **PRO-CAPITAL ENTERPRISES, INC.**, and agrees to comply with the provisions of these Articles and the applicable Florida Statutes.

Dated this 11th day of October, 2002.



Robert H. Yaffe
Registered Agent

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