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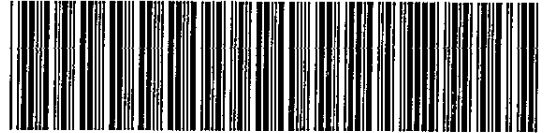
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TALLAHASSEE, FLORIDA

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Law Offices of
SUZANNE ST. LUCE, P. A.

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Miami, Florida 33169
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E-mail: stlucelawoffice@gate.net

Broward
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Tel: (954) 584-6780 • Fax: (6305) 249-6076

November 20, 2002

Department of State
Division of Corporations
PO Box 6237
Tallahassee, FL 32314

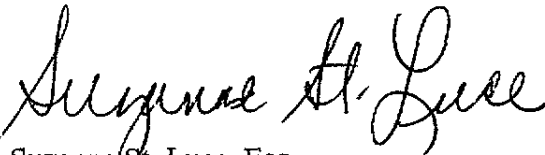
RE: Discount Financial Services

Dear Sir:

I am enclosing Articles of Incorporation for Discount Financial Services and a check in the amount of \$78.75 for the filing fee, Designation of Registered Agent, and a certified copy.

Thank you in advance for your attention to this matter.

Sincerely,



Suzanne St. Luce, Esq.

SS/

Enc.

ARTICLES OF INCORPORATION
OF
DISCOUNT FINANCIAL SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, acting as Incorporator for the purpose of forming a Florida based for profit corporation under the provisions of Section 607, Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be Discount Financial Services, Inc.

ARTICLE II - EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 160 NW 176 Street, Suite 300, Miami, Florida 33169.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of common stock having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services either actually performed for the corporation or in exchange for a

written promise to perform services in the future, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights to acquire the corporation's unissued shares upon the decision of the board of directors to issue them.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 160 NW 176 Street, Suite 300, Miami, Florida 33169, and the name of the initial registered agent of this corporation at that address is Suzanne St. Luce.

ARTICLE VII - INCORPORATORS

The name and address of the Incorporator of this corporation is as follows:

<u>Name</u>	<u>Street Address</u>
Pearl St. Luce	160 NW 176 th Street, Suite 300 Miami, FL 33169

ARTICLE VIII - BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time thereafter in accordance with the bylaws of the corporation, but shall never be less than one (1). The name and street address of the initial directors of this corporation is:

Name

Street Address

Pearl St. Luce

160 NW 176 Street, Suite 300
Miami, FL 33169

ARTICLE IX INITIAL OFFICERS

The name and address of the initial Officer of this corporation is:

Name

Street Address

Pearl St. Luce

160 NW 176 Street, Suite 300
Ft. Lauderdale, Florida 33334

ARTICLE X - AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

ARTICLE XI - BYLAWS

The corporation's Board of Directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith or with shareholder agreements, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

ARTICLE XII - CORPORATE POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General

Corporation Act and its amendments and modifications. The Board of Directors and the Shareholders, by a majority vote, shall have the power to adopt, alter, amend or repeal the bylaws of this corporation.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed these Articles of Incorporation this 30th day of October, 2002.

Pearl St. Luce
Pearl St. Luce, Incorporator

STATE OF FLORIDA)

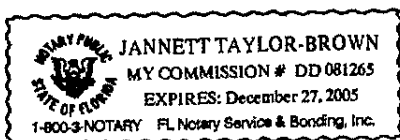
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Kenneth Chang, personally known to me to be the person who executed the foregoing Articles of Incorporation and acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 30th day of October, 2002.

Jannett Taylor-Brown
Notary Public
State of Florida At Large

My Commission Expires:

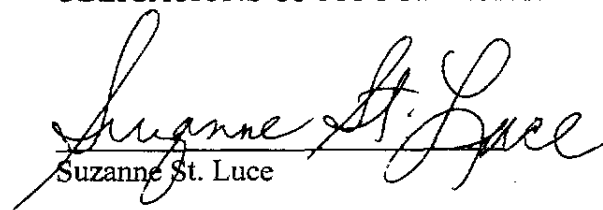


ACCEPTANCE AS RESIDENT AGENT

In pursuance of Chapter 48.081, Florida Statutes, the following is submitted in compliance with said Act:

Discount Financial Services, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in unincorporated Miami-Dade County, State of Florida, had named Suzanne St. Luce, who is located at 160 NW 176 Street, Suite 300, Miami, Florida, 33169 as its agent to accept service of process within this State.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS 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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Suzanne St. Luce

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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