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To: Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.
ROYCE CAPITAL MANAGEMENT GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
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FAX AUDIT#:(H0300194/05 2)))

ARTICLES OF INCORPORATION

TO: SECRETARY OF STATE, STATE OF FLORIDA, TALLAHASSEE,
FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation
under the Florida General Corporation Act, hereby adopt(s) the following
Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be:

ROYCE CAPITAL MANAGEMENT GROUP, INC.

The principal place of business of this corporation

4000 HOLLYWOOD BLVD SUITE 6058

HOLLYWOOD FLORIDA 33021

ARTICLE II NATURE OF BUSINESS

This corporation may engage in any business 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 aggregate number of shares of stock and its value that this
corporation is authorized to have outstanding at any one time is: 1000.

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FROM : --1111111 11111111111111.
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ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are): Michele LA Bruce whom resides at 4000 Hollywood Blvd Suite 605S, Hollywood Florida 33021.

ARTICLE VI INCORPORATOR(S)

The name(s) and street address (es) of the incorporator(s) to these articles of incorporation is (are): Michele La Bruce whom resides at 4000 Hollywood Blvd Suite 605S, Hollywood, Florida 33021.

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 12 day of

May, 2003.

Signature(s) of Incorporator(s)

Michele La Bruce President/Incorporator

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