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Florida Department of State

Division of Corporations

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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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03 MAY 16 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**TRIBUTE FINANCIAL SERVICES INC.**

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

TRIBUTE FINANCIAL SERVICES INC.

8

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03 MAY 16 PM 8:43
SECRETARY OF STATE
TALLAHASSEE, FL 32399

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be TRIBUTE FINANCIAL SERVICES INC.
and the initial address of this Corporation shall be: 18800 N.W. 2nd Avenue, Suite 105C,
Miami, FL 33169.

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

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ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares authorized.	Par Value per Share	Class of Stock
100	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the Corporation.

ARTICLE IV

The Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this Corporation shall be at 18800 N.W. 2nd Avenue,
Suite 105C, Miami, Fl. 33169

with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent shall be : Rosemarie D.Robinson.

ARTICLE VI

The Corporation shall have at least one Director, with the exact number to be specified by the Stockholders from time to time unless the Stockholders shall, by a majority vote thereafter, determine that the Corporation be managed by the Stockholders.

ARTICLE VII

The names and addresses of the first Directors of the Corporation who shall hold office for the first year or until their successors are duly elected and qualified shall be:

Audrey Y. Robinson, 18800 N.W. 2nd Avenue, Suite 105C, Miami, Fl. 33169

ARTICLE VIII

The name and address of the incorporator is : Audrey Y. Robinson.

18800 N.W. 2nd Avenue, Suite 105C, Miami, Fl. 33169.

ARTICLE IX.

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are Directors of , such other Corporation. Any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation who is also a Director or an officer of such other Corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a Director or officer of such other Corporation, or not so interested.

ARTICLE X.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent.

ARTICLE XI

The Corporation shall indemnify and insure its officers and Directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this

15 day of May 2003.

Audrey Y. Robinson.
INCORPORATOR

STATE OF FLORIDA)

ss:

COUNTY OF DADE)

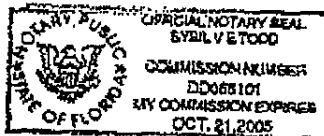
BEFORE ME, the undersigned authority personally appeared Audrey Y. Robinson
to me known to be the person described in and who executed the foregoing Articles of
Incorporation, who, after being duly sworn under oath acknowledged before me that
he/she executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this

15th day of MAY 2003.


NOTARY PUBLIC

My Commission Expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with the Laws of the State of Florida, the following is submitted:

First, that TRIBUTE FINANCIAL SERVICES INC.

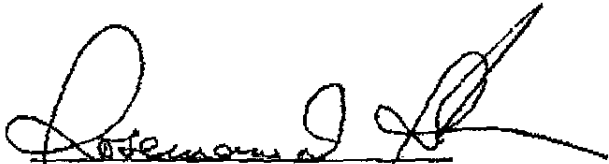
desiring to organize under the laws of the State of Florida, has named:

Rosemarie D. Robinson
18800 N.W. 2nd Avenue, Suite 105C,
Miami, FL 33169,

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State of Florida, as its statutory registered agent.

Having been named the statutory registered agent of the above corporation at the place
designated in this certificate, I hereby accept the same and agree to act in this capacity,
and agree to comply with the provisions of Florida law relative to keeping the registered
office open.


REGISTERED AGENT.

Dated this 15 day of May 2003.

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