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Florida Department of State
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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.
bank on it, inc.

Certificate of Status	0
Certified Copy	1
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Department of State 1/14/2004 2:53 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 14, 2004

EMPIRE CORPORATE KIT COMPANY

SUBJECT: BANK ON IT, INC.
REF: W04000001942

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Submit the APPROVAL LETTER to us, NOT the REQUEST FORM.

If you have any further questions concerning your document, please call (850) 245-6933.

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FAX Aud. #: H04000001976
Letter Number: 204A00002722

HOLLYWOOD FL



OFFICE OF FINANCIAL REGULATION

DON B. SAXON
DIRECTOR

FINANCIAL SERVICES
COMMISSION

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GOVERNOR

TOM GALLAGHER
CHIEF FINANCIAL OFFICER

CHARLIE CRIST
ATTORNEY GENERAL

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

January 27, 2004

Theodore A. Topouzis, Esquire
Law Offices of Bakalar & Topouzis, P.A.
450 N. Park Road, Suite #410
Hollywood, Florida 33021

Dear Mr. Topouzis:

Re: Bank On It, Inc.

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Linda B. Charity

Linda B. Charity
Deputy Director
Financial Institutions

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings
Division of Corporations, Secretary of State's Office

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ARTICLES OF INCORPORATION

OF

BANK ON IT, INC.

5
I, the undersigned subscriber to these Articles of Incorporation, a natural person, do hereby adopt the following Articles of Incorporation:

ARTICLE I

Name and Principal Office

The name of this Corporation shall be: BANK ON IT, INC. and the principal office shall be located at: 1820 N. Corporate Lakes Blvd., Suite 305, Weston, FL 33326.

ARTICLE II

Term of Existence

This Corporation is to exist perpetually.

ARTICLE III

Nature of Business

The general nature of business and the proposed objects and purposes to be transacted, promoted and carried on by the Corporation are to do any and all things hereinafter mentioned, as fully and to the same effect and extent as natural persons might or could do under the laws of the State of Florida, vis:

1. To engage in lawful business practices.

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ARTICLE IV

Stock Clause

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be 100 shares of common stock, each with a par value of \$.10.

ARTICLE V

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Initial Board of Directors

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this Corporation shall be:

Gene Schroeder

Address: 1820 N. Corporate Lakes Blvd., Suite 305, Weston, FL 33326

ARTICLE VII

Incorporators

The names and address of the person signing these Articles is:

Gene Schroeder

Address: 1820 N. Corporate Lakes Blvd., Suite 305, Weston, FL 33326

ARTICLE VIII

Initial Registered Office and Registered Agent

The address of the initial registered office of this Corporation is:

1820 N. Corporate Lakes Blvd., Suite 305, Weston, FL 33326.

The name of the initial registered agent of this Corporation of that address is Gene Schroeder.

ARTICLE IX

Amendments

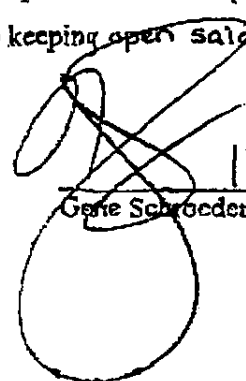
These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

I, Gene Schroeder, having been named to accept service of process for the above-stated Corporation, at the place in Article VII hereof, hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said Office.

REGISTE

ARTICLE X

Effective Date

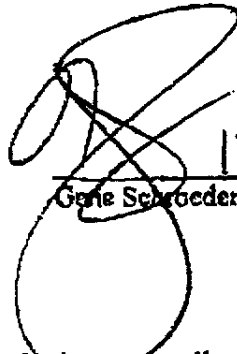

Gene Schroeder 12/23/03

These Articles of Incorporation shall be effective upon the date of filing.

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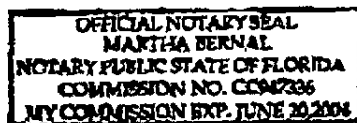
IN WITNESS WHEREOF, the undersigned, being the Incorporator of this Corporation,
executes these Articles of Incorporation and certify to the truth of the facts stated,
this 23 day of December, 2003.


12/23/03
Gene Schroeder

STATE OF FLORIDA
COUNTY OF Broward

BEFORE ME, the undersigned authority, personally appeared Gene Schroeder,
who is personally known to me and who did take an oath, and known to be the person
described in and who executed the foregoing Articles of Incorporation and they
acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Broward, County and State
aforesaid, this 23 day of December, 2003.




NOTARY PUBLIC

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