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(Requestor's Name)

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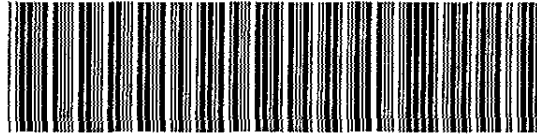
(Business Entity Name)

(Document Number)

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STOCK MARKET
FALL BRIDGE, FL 32004

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LAW OFFICES OF
BRYN & ASSOCIATES
ATTORNEYS AND COUNSELORS AT LAW

ONE BISCAYNE TOWER, SUITE 2680
TWO SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131

TELEPHONE (305) 374-0501
FACSIMILE (305) 372-8068
E-MAIL: mark@markbryn.com

January 30, 2004

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

re: Capital Asset Development

Dear Sir/Madam:

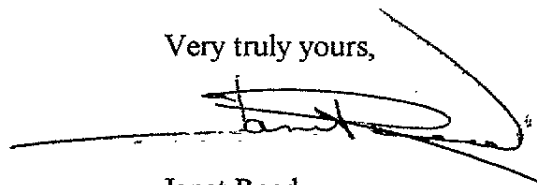
Enclosed is the original and one (1) copy of the Articles of Incorporation, concerningr the above referenced company, for filing with the Secretary of State's office.

Additionally, also enclosed is payment of the filing fee in the amount of \$78.75.

Should you have any questions concerning this matter please contact the undersigned.

Thank you for your attention to this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read "Janet Reed", is written over a horizontal line.

Janet Reed
Paralegal

**ARTICLES OF INCORPORATION
OF
CAPITAL ASSET DEVELOPMENT, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **Capital Asset Development, Inc.**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State for the State of Florida.

ARTICLE IV

The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida General Corporation Act of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is Forty million (40,000,000) shares of capital stock, \$.001 par value per share, which capital stock is designated as Common Stock.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared by:
Mark J. Bryn, Esquire
FL Bar # 321842
2 S. Biscayne Blvd.
Suite 2680
Miami, FL 33131
(305) 374-0501

ARTICLE VI

The number of directors may be increased or diminished from time to time by a vote of the shareholders, but shall never be less than one (1) and not more than seven (7).

ARTICLE VII

The name and address of the incorporator signing these Articles are:

Mark J. Bryn
2 South Biscayne Blvd.
Suite 2680
Miami, Florida 33131

ARTICLE VIII

The name and address of the initial registered agent and the initial registered office are:

Mark J. Bryn
2 South Biscayne Blvd.
Suite # 2680
Miami, Florida 33131

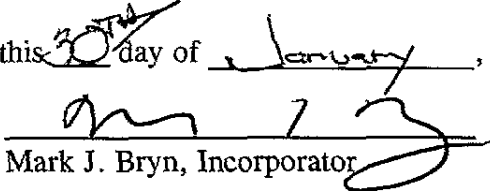
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ARTICLE IX

The principal place of business and mailing address of this corporation is:

21073 Powerline Road
Suite 57
Boca Raton, Florida 33433

EXECUTED at Miami-Dade, Florida, this 30th day of January, 2004.


Mark J. Bryn, Incorporator

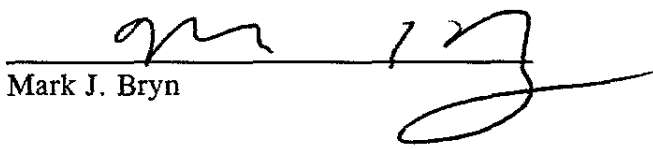
**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In accordance with Section 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof:

Capital Asset Development, Inc., desiring to organize under the laws of the State of Florida, hereby designates Mark J. Bryn as its registered agent and 2 South Biscayne Boulevard, Suite #2680, Miami, Florida 33131, as its registered office.

ACCEPTANCE

Having been named as Registered Agent for the above-named corporation, I hereby agree to act in such capacity for such corporation at its registered office.


Mark J. Bryn

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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