

Florida Department of State  
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To:

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

From:

Account Name : HUME & JOHNSON P.A.  
Account Number : 073737003060  
Phone : (954) 755-9880  
Fax Number : (954) 755-9899

DOMESTICATION

Awise Financial Investments, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$120.00

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2004 AUG -2 AM 11:07  
STATE  
TALLAHASSEE FLORIDA

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8/4/04

CERTIFICATION OF DOMESTICATION  
OF  
AVISE FINANCIAL INVESTMENTS, LTD.

The undersigned, John Hume, President of Avise Financial Investments, Ltd., a foreign corporation (the "Corporation"), in accordance with Section 607.1801, Florida Statutes, does hereby certify:

1. The date on which the Corporation was first formed was 23 April, 1981.
2. The jurisdiction where the Corporation was first formed, incorporated, or otherwise came into being was the British Virgin Islands.
3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was Avise Financial Investments, Ltd.
4. The name of the Corporation, as set forth in its articles of incorporation, to be filed pursuant to Section 607.0202 and 607.0401 with this certificate is Avise Financial Investments, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the Corporation, or any other equivalent jurisdiction under applicable law, immediately before filing of the Certificate of Domestication was in the British Virgin Islands.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to Section 607.1801.

I am the President of Avise Financial Investments, Ltd. and am authorized to sign this Certificate of Domestication on behalf of the Corporation and have done so this 2nd day of August, 2004.

John Hume

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ARTICLES OF INCORPORATION  
OF  
AVISE FINANCIAL INVESTMENTS, INC.

2004 AUG -2 AM 11:07

STATE OF FLORIDA  
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of this corporation is Avise Financial Investments, Inc.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE V. PRE-EMPTIVE RIGHTS

The shareholders of the corporation shall have no pre-emptive right to acquire unissued or treasury shares of the corporation.

ARTICLE VI. INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The street address of the initial registered agent of this corporation is 1401 University Drive, Suite 301, Coral Springs, Florida and the name of the initial registered agent of this corporation at that address is John Hume. The principal place of business/mailling address is 1401 University Drive, Suite 301, Coral Springs, Florida.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses of the members of the initial Board of Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Isaac Salama	1401 University Drive, Suite 301 Coral Springs, Florida
Cecilia Spreccace	1401 University Drive, Suite 301 Coral Springs, Florida

ARTICLE VIII. INCORPORATORS

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The name and address of the incorporator is:

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NAME

ADDRESS

John Hume

1401 University Drive, Ste 301  
Coral Springs, Florida 33071

CLERK OF STATE  
TALLAHASSEE FLORIDA

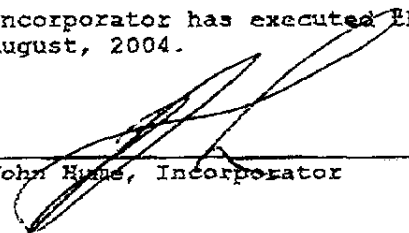
ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. AMENDMENT

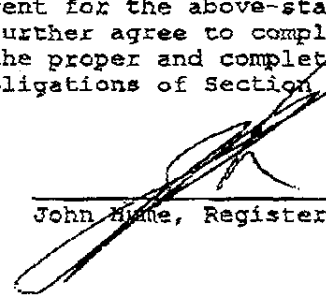
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto; and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of August, 2004.

  
\_\_\_\_\_  
John Hume, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above-stated corporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes.

  
\_\_\_\_\_  
John Hume, Registered Agent