

**Electronic Articles of Incorporation
For**

P04000117063
FILED
August 11, 2004
Sec. Of State
ysquire

THE LIGHTCAP GROUP, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
THE LIGHTCAP GROUP, INC.

Article II

The principal place of business address:
5249 SUNNYDALE CIRCLE
SARASOTA, FL. US 34233

The mailing address of the corporation is:
2256 LERNER HALL
NEW YORK, NY. US 10027

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
100

Article V

The name and Florida street address of the registered agent is:
THOMAS M LIGHTCAP IV
5249 SUNNYDALE CIRCLE
SARASOTA, FL. 34233

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: THOMAS M LIGHTCAP, IV

Article VI

The name and address of the incorporator is:

THOMAS M LIGHTCAP, IV
5249 SUNNYDALE CIRCLE
SARASOTA, FL 34233

Incorporator Signature: THOMAS M LIGHTCAP, IV

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P, D
THOMAS M LIGHTCAP IV
5249 SUNNYDALE CIRCLE
SARASOTA, FL. 34233 US