

(SAMPLE LETTER OF TRANSMITTAL)

P9500005158

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-01/18/95--01049--016
****122.50 ****122.50

Re MIL ROYAL CAPITAL, N.A., INC.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with a check in the amount of \$20.00.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Murray Stitsky
(individual's name)

MIL ROYAL CAPITAL, N.A., INC
(name of corporation)

FILED
95 JAN 17 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAILING ADDRESS OF CORPORATION

3015 N. Ocean Blvd, Suite # 106

Fort Lauderdale, Florida 33308

PHONE

(305) - 021-4165
Area Code Number

Ext.

KJK
1/20/95

ARTICLES OF INCORPORATION

of
MIL ROYAL CAPITAL, N.A., INC

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

MIL ROYAL CAPITAL, N.A., INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Twenty-five Million shares (25,000,000) of 1/1000

Dollar(s) (\$.001) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>MIL ROYAL CAPITAL, N.A., INC</u>		
ADDRESS	<u>3015 N. Ocean Blvd., Suite # 106</u>		
CITY	<u>Fort Lauderdale</u>	FLORIDA	ZIP <u>33308</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>Murray Stitsky</u>		
ADDRESS	<u>3015 N. Ocean Blvd., Suite # 106</u>		
CITY	<u>Fort Lauderdale</u>	FLORIDA	ZIP <u>33308</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Murray Stitsky</u>		
ADDRESS	<u>3015 N. Ocean Blvd., Suite # 106</u>		
CITY	<u>Fort Lauderdale</u>	STATE <u>Florida</u>	ZIP <u>33308</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

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TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	MURRAY STITSKY		
ADDRESS	3015 N. Ocean Blvd , Suite # 106		
CITY	Fort Lauderdale	STATE	Florida ZIP 33308
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 14 day of January, 19 95.

[Signature] (Seal)
[Signature] (Seal)
[Signature] (Seal)

STATE OF FLORIDA)
COUNTY OF BROWARD) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

MURRAY STITSKY

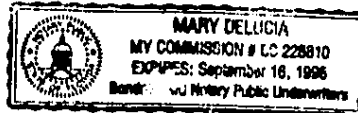
known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that HE executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 14 day of January, 19 95.

(Notary Seal)

Mary De Lucia
(Notary Public, State of Florida at Large)

My Commission expires:



**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

MIL ROYAL CAPITAL . N.A. . INC
(name of corporation)

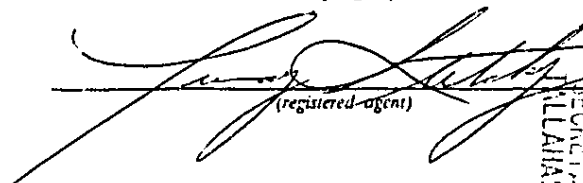
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 3015 N. Ocean Blvd. Suite # 106
Fort Lauderdale, Florida 33308

has named MURRAY STITSKY
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered-agent)

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TALLAHASSEE, FLORIDA