

Michael C. Becker & Co.

Certified Public Accountants

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January 24, 1995

P95000008496

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

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-01/27/95--01122--016
*****70.00 *****70.00

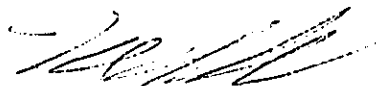
Subject: Lions Capital Group, Inc.

Enclosed please find the original Articles of Incorporation for the above corporation, and check in the amount of \$70.

Also enclosed is a stamped, self-addressed envelope, so that you may return to me a confirmation of the filing.

Should you require any further information, please do not hesitate to contact me.

Sincerely,



Michael C. Becker, C.P.A.

MCB/mst
Enc.

FILED
1995 JAN 27 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2/10/95
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ARTICLES OF INCORPORATION

OF

Lions Capital Group, Inc.

FILED
1985 JAN 27 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: Lions Capital Group, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

314 Fifth Ave. S, Suite 412
Naples, FL 33940

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 (One Thousand)

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

John Sorensen
314 Fifth Ave. S, Suite 412
Naples, FL 33940

ARTICLE V - INCORPORATOR

The names and street address of the incorporator to these Articles of Incorporation is:

John Sorensen
314 Fifth Ave. S, Suite 412
Naples, FL 33940

The undersigned has executed these Articles of Incorporation this 24th day of January, 1995.



Signature



Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the corporation is: Lions Capital Group, Inc.
2. The name and address of the registered agent and office is:

John Sorensen

314 Fifth Ave. S, Suite 412
Naples, FL 33940

SIGNATURE: _____

(Corporate Officer)

TITLE: _____

DATE: January 24th, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

DATE: January 24th, 1995

REGISTERED AGENT FILING FEE: \$35.00

FILED
1995 JAN 27 PM 3:37
TALLAHASSEE, FLORIDA