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AREA CODE 305, TELEPHONE 442-8228
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June 7, 1995

SECRETARY OF STATE
DIVISION OF CORPORATIONS
409 East Gaines St.
TALLAHASSEE, FLORIDA 32399

500001510235
-06/09/95--01091--014
****122.50 ****122.50

RE: KOSMOS FINANCIAL, INC.

Dear Sir:

Enclosed please find the following pertaining to the above corporation:

1. Original and one copy of Articles of Incorporation.
2. Resident Agent Form.
3. My trust account check, made payable to you, in the sum of \$122.50.

Kindly forward the Certificate of Incorporation back to my office at your earliest convenience.

Thank you.

JUN 15 1995 BSB

Yours truly,

Gary R. Maertin
GARY R. MAERTIN

GRM:tm

Enc's

FILED
05 JUN - 9 AM 8:50A

ARTICLES OF INCORPORATION
OF
KOSMOS FINANCIAL, INC.

FILED

95 JUN -9 AM 8:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is:

KOSMOS FINANCIAL, INC.

ARTICLE II

DURATION

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the following purposes: To
transact any and all lawful business.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue is 100 shares, no par value.

All stock when issued shall be fully paid and non-assessable. The entire capital stock, or any portion thereof, may be paid for in cash, property, labor or services, or a consideration having in the judgment of the Board of Directors of the corporation a value at least equal to the full value of the stock to be issued.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10185 Collins Avenue, Apartment 307, Bal Harbour, Florida, 33154, and the name of initial registered agent of this corporation at that address is ARMANDO FRANCO.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two 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.

The names and addresses of the initial directors of this corporation are:

ARMANDO FRANCO
10185 Collins Avenue
Apt. 307
Bal Harbour, FL 33154

ROSA FRANCO
10185 Collins Avenue
Apt. 307
Bal Harbour, FL 33154

ARTICLE VII

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of and the mailing address of this corporation shall be: 10185 Collins Avenue, Apt. 307, Bal Harbour, FL 33154.

ARTICLE VIII

INCORPORATORS

The names and addresses of the persons signing these Articles are:

ARMANDO FRANCO
10185 Collins Avenue
Apt. 307
Bal Harbour, FL 33154

ROSA FRANCO
10185 Collins Avenue
Apt. 307
Bal Harbour, FL 33154

ARTICLE IX

BY-LAWS

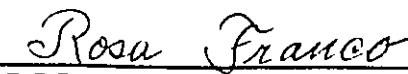
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X
AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in the manner provided for by law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 6th day of June, 1995.


ARMANDO FRANCO
SUBSCRIBER


ROSA FRANCO
SUBSCRIBER

STATE OF FLORIDA
SS
COUNTY OF DADE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ARMANDO FRANCO and ROSA FRANCO known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, we have hereunto set my hand and
affixed my official seal, in the State and County aforesaid, on this 6th day
of June, 1995.



Notary Public, State of Florida

My commission expires:



GARY R MARLIN
My Commission CC328349
Expires Oct. 25, 1997
Bonded by HAI
800-422-1555

CERTIFICATE DESIGNATING INITIAL OFFICE OF CORPORATION
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
INITIAL RESIDENT AGENT UPON WHOM PROCESS MAY BE
SERVED

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:
KOSMOS FINANCIAL, INC., DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA, HAS DESIGNATED THE
STREET ADDRESS OF THE INITIAL OFFICE OF THIS
CORPORATION AS BEING, 10185 COLLINS AVENUE,
APARTMENT 307, BAL HARBOUR, FLORIDA, 33154.

THE NAME OF THE INITIAL RESIDENT AGENT OF THIS
CORPORATION AT THAT ADDRESS IS: ARMANDO FRANCO
HAVING BEEN NAMED AS INITIAL RESIDENT AGENT FOR THE
ABOVE STATED CORPORATION, AT THE INITIAL OFFICE OF THE
CORPORATION DESIGNATED ABOVE, I HEREBY ACCEPT TO ACT
IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE
PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID
OFFICE.

BY: Armando Franco
ARMANDO FRANCO
INITIAL RESIDENT AGENT

95 JUN 9 AM 8:50
FILED