

JUPITER LAW CENTER

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JUPITER, FLORIDA 33458
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Attorneys At Law

RICHARD P. GUMSON*
ADAM S. GUMSON

* also admitted to the New York Bar

July 1, 1995

95000057524

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

700001543907
-07/24/95--01045--005
*****70.00 *****70.00

Re: DIAMOND FINANCIAL CONSULTANTS, INC.

Gentlemen:

Enclosed please find original and one (1) copy of Articles of Incorporation relative to the above corporation.

Kindly file the original and return the copy along with your customary receipt.

My check, in the amount of \$70.00, is also enclosed in payment of your fees.

Thank you for your anticipated courtesies and prompt attention to this matter.

Very truly yours,

JUPITER LAW CENTER

Adam S. Gumson

ASG:sa
Encs.

FILED
1995 JUL 24 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. CHESSEY JUL 26 1995

ARTICLES OF INCORPORATION
OF
DIAMOND FINANCIAL CONSULTANTS, INC.

The undersigned, acting as Incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such orporation:

ARTICLE I

The name of the Corporation is:

DIAMOND FINANCIAL CONSULTANTS, INC.

ARTICLE II

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III

The Corporation is organized to conduct any and all lawful business.

ARTICLE IV

The capital stock authorized, the par value thereof and the characteristics of such stock shall be as follows:

| <u>Number of Shares</u> <u>Authorized</u> | <u>Par Value</u> <u>Per Share</u> | <u>Class of Stock</u> |
|--|--------------------------------------|-----------------------|
| 1,000 | \$1.00 | Common |

ARTICLE V

This Corporation shall indemnify and insure its Officers and Directors, or any former Officers and Directors, to the fullest extent permitted by law either now or thereafter.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and Shareholders, but the Shareholders may provide in any by-laws made by them that such by-laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VII

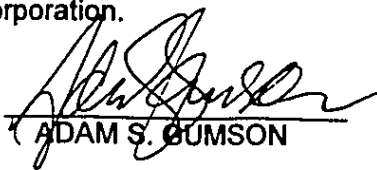
To the fullest extent allowable by law, the Board of Directors may establish committees of Directors consisting of two or more persons and the Directors may rely on information, opinions, reports or statements, including financial statements and other financial data prepared or presented by such committee.

ARTICLE VIII

REGISTERED AGENT/OFFICE AND MAILING ADDRESS

The address of the initial mailing office of the Corporation is: c/o JUPITER LAW CENTER, Chasewood Plaza - Suite 30, 6390 Indiantown Road, Jupiter, Florida 33458, with the privilege of having its offices and branch offices at other places within or without the State and the name of its initial registered agent at such address is: ADAM S. GUMSON, ESQ., who hereby acknowledges that he is familiar with and accepts the duties and responsibilities as Registered Agent for said corporation.

Registered Agent's Acceptance:


ADAM S. GUMSON

ARTICLE IX

The number of Directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of the person who is to serve as Director until the first annual meeting of Shareholders or until her successors are elected and shall qualify are:

NAME

SHEILA DIAMOND-POKRAKA

ADDRESS

201 Maplecrest Circle
Jupiter, FL 33458

ARTICLE X

The name and address of the Incorporator is:

| NAME | ADDRESS |
|------------------------|---|
| SHEILA DIAMOND-POKRAKA | 201 Maplecrest Circle. Jupiter, FL 33458 |

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 19th day of July, 1995.

Sheila Diamond-Pokraka
SHEILA DIAMOND-POKRAKA

STATE OF FLORIDA) SS.:
COUNTY OF PALM BEACH)

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1995 JUL 24 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 19th day of July, 1995, by SHEILA DIAMOND-POKRAKA, who is personally known to me or who has produced a Drivers License as identification, and who did not take an oath.

Sandra B. Gimson
NOTARY PUBLIC - State of Florida



SANDRA B. GIMSON
My Commission Expires 02/12/99
Commission No. CC436726

NOTARY'S NAME PRINTED, STAMPED OR TYPED