

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

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 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

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Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RECEIVED
 96 JAN -9 PM 4:39
 DIVISION OF CORPORATION

AL JAN - 9 1995

REQUEST TAKEN CONFIRMED APPROVED
 DATE 1/9
 TIME 4:30
 BY [Signature] NC CK No. _____

WALK-IN
 Will Pick Up _____

NE: The Empire Group, Inc.

C.C. FEE. DISBURSED

☒ Capital Express™
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 *****70.00 *****70.00

SUBTOTALS

FEE..... \$
 DISBURSED..... \$
 SURCHARGE..... \$
 TAX on corporate supplies..... \$
 SUBTOTAL..... \$
 PREPAID..... \$
 BALANCE DUE..... \$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
CORPORATION DIVISION
96 JAN -9 PM 4:39

OF

THE EMPIRE GROUP, INC.

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 is **THE EMPIRE GROUP, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 11098 BISCAYNE BLVD., SUITE 203, MIAMI, FL 33161.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is MARK H. KLEIN, 11098 DISCAYNE BLVD., SUITE #203, MIAMI, FL 33161.

ARTICLE V: INCORPORATOR

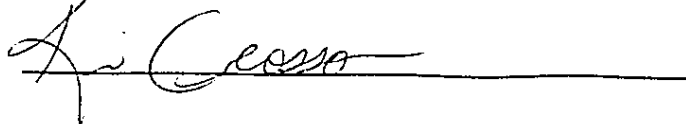
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is GARY L. MANNING, DIRECTOR, 6075 N. SABAL PALM BLVD., TAMARAC, FL 33319.

The undersigned has executed these Articles of Incorporation this 9th day of January 1996.

"Capital Connection, Inc. by Kim Crosson, Client Representative"

A handwritten signature in cursive script, appearing to read "Kim Crosson", is written over a horizontal line.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
STATE
CORPORATIONS
96 JAN -9 PM 4:39

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

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

2. The name and street address of the registered agent and office is: MARK H. KLEIN, 11098 Biscayne Blvd., Suite 203,
Miami, Fla. 33161

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.

Mark H. Klein