

P96000006636

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: SOUTH BEACH FINANCIAL GROUP, INC.

EFFECTIVE DATE

1-12-96

Dear Sir or Madam:

Enclosed please find the original of the Articles of Incorporation of the above proposed corporation, together with my check in the amount of \$70.00 to cover the following:

Filing Fee	\$ 35.00
Designation of Registered Agent Fee	<u>35.00</u>
	\$ 70.00

Thank you for your cooperation in this matter.

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-01/18/96--01044--012
*****140.00 *****70.00

Sincerely yours,

Raymond P. O'Connor

enclosures

AL JAN 22 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JAN 10 PM 10 26

**ARTICLES OF INCORPORATION
OF
THE BOCA RATON FINANCIAL GROUP, INC.**

EFFECTIVE DATE

1-62-96

The undersigned subscriber to this Certificate of Incorporation hereby executes these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME:

The name of the Corporation shall be:

THE BOCA RATON FINANCIAL GROUP, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS:

The general nature of the business and the objects and purposes to be transacted and carried on by this corporation are: To engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE III

AUTHORIZED STOCK:

The authorized capital stock of this, corporation shall be One Hundred Thousand (100,000) shares of common stock at the par value of one dollar (\$0.001) per share. All of said stock shall be payable in subscriptions payable, cash, property, labor or services at a just valuation to be fixed by the stockholders at a meeting called for that purpose. Property, labor or services may be purchased or paid for with the capital stock, at a just valuation to be fixed by the stockholders at a meeting called for that purpose.

ARTICLE IV

TERMS OF EXISTENCE:

This Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE V

DOMICILE:

The initial post office address of the principal office of this corporation is:

4500 Cypress Knee Drive
Boca Raton, Florida 33487

The stockholders may from time to time designate such other post office address and place for the principal office within the State of Florida of this corporation as they may see fit.

ARTICLE VI

MANAGEMENT BY STOCKHOLDERS:

These Articles of Incorporation provide that the business of the corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office of the corporation is:

4500 Cypress Knee Drive
Boca Raton, Florida 33487

and the name of the initial registered agent of this corporation at that address is:

Raymond P. O'Connor,

ARTICLE VIII

SUBSCRIBERS:

Raymond P. O'Connor
4500 Cypress Knee Drive
Boca Raton, Florida 33487

ARTICLE IX

MANAGEMENT:

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholder meeting, by at least a majority of all the stockholders entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

SMALL BUSINESS AUTHORIZATION:

The stockholders of the corporation are authorized to institute a plan pursuant to Section 1244 of the Internal Revenue Code Title 26, USCA, and do all things necessary to entitle the corporation and all the shareholders to the benefit of said Section; and further, this corporation shall be entitled to the benefits provided under Part 11 of the Corporation Act of the State of Florida, including but not limited to, management by shareholders, conduct of business without meeting of Board of Directors or executive meeting, the election of an executive committee, and removal of officers.

ARTICLE XI

Corporate existence shall begin at the time of the subscription and acknowledgment of these Articles, provided that they are filed with the Secretary of State within five (5) days after subscription and acknowledgment and are subsequently approved and all fees and taxes paid.

IN WITNESS WHEREOF, I the undersigned, being the original subscriber to the capital stock herein above named, here hereunto set my hand and seal this January 12, 1996 for the purpose of forming this corporation to do business both within and without the State of Florida, do make and file in the Office of the Secretary of State these Articles of Incorporation, and certify that these facts herein stated are true.

Raymond P. O'Connor

Raymond P. O'Connor

STATE OF TEXAS)

COUNTY OF COLLIN)

SS

I HEREBY CERTIFY that on this January 12, 1996, before me personally appeared Raymond P. O'Connor, to me known to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County of COLLIN and State of Texas.

Shirley Davis

Notary Public

My Commission expires: 8-18-96



I DO HEREBY ACCEPT the designation of Registered Agent.

Raymond P. O'Connor

Raymond P. O'Connor

96 JAN 18 PM 4:26

SECRETARY OF STATE
DIVISION OF REGISTRATIONS