

2/08/98

FLORIDA DIVISION OF CORPORATIONS
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STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

MIAMI FL 33136-28909-0000

CONTACT: LYNN FRIEDMAN

PHONE: (305) 358-2571

FAX: (305) 358-7832

((H96000001758)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: D.C. CAPITAL HOLDINGS, INC.

FAX AUDIT NUMBER: H96000001758

CURRENT STATUS: REQUESTED

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ARTICLES OF INCORPORATION

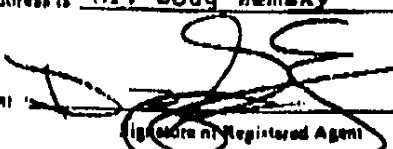
of D.C. CAPITAL HOLDINGS, INC.a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.Article 1: Name of the Corporation: D.C. Capital Holdings, Inc.Address of the Corporation: 600 Corporate Drive, Suite 100
Fort Lauderdale, FL 33334

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1000.PAR VALUE 0 (Information about PAR VALUE is not required but may be included).Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:
600 Corporate Drive, Suite 100, Fort Lauderdale, FL 33334
and the name of the initial registered agent at such address is Mr. Doug Zemsky

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation:


Signature of Registered Agent

Date

Article 6: The board of directors are as follows:

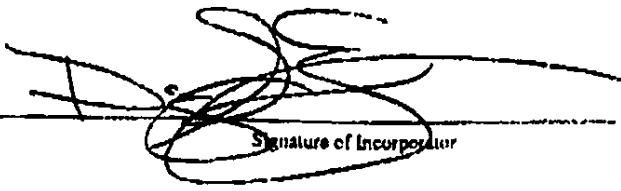
The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. Mr. Doug Zemsky - 600 Corporate Drive, Suite 100, Fort Lauderdale, FL 33334

Article 7: The Name and address of the incorporator is:

Mr. Doug Zemsky600 Corporate Drive, Suite 100, Fort Lauderdale, FL 33334

In witness whereof I have subscribed my name:


Signature of IncorporatorH96-01758
ACB INDUSTRIES, INC.
84 NW 11th Street
Miami, FL 33136
305-558-2571