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4/18/96 FLORIDA DIVISION OF CORPORATIONS 10:57 AM
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TO: DIVISION OF CORPORATIONS FROM: FAG-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
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((H96000005479))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: RESOURCE CAPITAL LTD, CORP.
FAX AUDIT NUMBER: H96000005479 CURRENT STATUS: REQUESTED
DATE REQUESTED: 04/18/1996 TIME REQUESTED: 10:56:16
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/18
[Signature]
4/18



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 19, 1996

FAS-T CORP. AGENTS, INC.

MIAMI, FL

SUBJECT: RESOURCE CAPITAL LTD., CORP.
REF: W96000008468

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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Loria Poole
Corporate Specialist

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MAILED 04/19/96

22:11 PM 6/18/95

RECEIVED

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

Resource Capital LTD, Corp.


Florida Department of State
Tallahassee, FL

Dear People;

I am aware that there is another corporation in existence with the
name
Resource Capital Corp.

I still wish to register the Corporation as Resource Capital LTD.,
Corp.

Thank you


Herbert A. Block
President
Resource Capital LTD, Corp.

ARTICLES OF INCORPORATION

OF

RESOURCE CAPITAL LTD., CORP.

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporations Act, hereby adopts the following Articles of Incorporation.

Article I: NAME

The name of the corporation shall be RESOURCE CAPITAL LTD., CORP.

The principal place of business and mailing address of this corporation shall be
8885 SW 147th Ave. #1104, Miami FL 33186

Article II: NATURE OF BUSINESS:

This Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, of any other state, country, territory or nation.

Article III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is **500,000 shares**.

Article IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Herbert A. Block
8885 SW 147th Ave. #1104,
Miami FL 33186

Article V: INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Herbert A. Block
8885 SW 147th Ave. #1104,
Miami FL 33186

IN WITNESS WHEREOF, the undersigned incorporator has executed these

Prepared by: Herbert A. Block
 8885 SW 147th Ave., #1104
 Miami, FL 33186
 (305) 386-4260

Articles of Incorporation

FILED
 96 APR 19 11:50
 SECRET
 TALLAHASSEE STATE

1196000005479

April 17, 1996

Nahat H. B. Bick
(Signature)

President
(Title)

Prepared by Incorporator

H96000005479

CERTIFICATE OF DESIGNATION H96000005479

Registered Agent/Registered Office

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned 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: RESOURCE CAPITAL LTD., CORP.

2. The name and address of the registered agent and office is:

Herbert A. Block
8885 SW 147th Ave. #1104,
Miami FL 33186

SIGNATURE: *Herbert A. Block*
(corporate officer)

TITLE: President

DATE: 04/18/96

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: *Herbert A. Block*

DATE: 04/18/96

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TALLAHASSEE, FLORIDA

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