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APRIL 29, 1996

Division of Corporations
409 East Gaines Street
Tallahassee, Florida

100001811611
-05/07/96--01122--005
*****70.00 *****70.00

Re: Hemisphere Financial Corp.

Gentlemen:

Enclosed please find original and copy of Articles of Incorporation, return envelope and my check for \$70.00. Please file the original, stamp the copy "Filed" and return it to me in the enclosed envelope.

Very truly yours,
Herbert Bregg
HERBERT BREGG

FILED
96 MAY - 7 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Doc
5-31-96

ARTICLES OF INCORPORATION

OF

Hemisphere Financial Corp.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

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96 MAY -7 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Hemisphere Financial Corp..

The address of the principal office of the corporation shall be Suite 57, 9070 Kimberly Boulevard, Boca Raton, Fl. 33434. The mailing address of the corporation shall be the same.

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Suite 57 , 9070 Kimberly Boulevard, Boca Raton, Fl. 33434 and the name of the initial registered agent of the corporation at that address is Herbert Bregg.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI INCORPORATOR

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

Herbert Bregg
Suite 57, 9070 Kimberly Boulevard
Boca Raton, Florida 33434

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 29th day of April, 1996.


HERBERT BREGG

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Herbert Bregg, a Florida resident, having a business office identical with the registered office of the corporation named above, and having been designated as the registered agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under section 607.0505, Florida Statutes


HERBERT BREGG

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA