

196000057279

KIMBERLY A. GOETZ, ESQUIRE  
P.O. Box 001  
DELRAY BEACH, FL 33447  
(501) 447-2713

July 1, 1996

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
400 East Gaines Street  
TALLAHASSEE, FL 32300

100001885401  
-07/05/96--01076--0001  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Articles of Incorporation - INTEGRATED CAPITAL, INC.

Dear Sirs:

Enclosed please find two (2) copies of the Articles of Incorporation for the above referenced corporation. Also enclosed is our check in the amount of one hundred twenty-two dollars and fifty cents (\$122.50) covering the incorporation fees.

Your immediate attention to this matter would be most appreciated.

Thank you for your consideration in this matter.

Very truly yours,

  
Kimberly A. Goetz, ESQ.

KAG/ss

enclosures

FILED  
96 JUL -5 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

GB 7/9/96

ARTICLES OF INCORPORATION  
OF  
INTEGRATED CAPITAL, INC.

FILED  
96 JUL -5 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is INTEGRATED CAPITAL, INC.

PRINCIPAL OFFICE:

110 MARINE WAY  
SUITE#3  
DELRAY BEACH, FL 33483

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred (500) shares of one dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

Bradford L. Goetz  
110 Marine Way  
Suite #3  
Delray Beach, FL 33483

ARTICLE VI - INITIAL BOARD OF DIRECTORS


This corporation shall have two (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

Bradford L. Goetz  
110 Marine Way  
Suite #3  
Delray Beach, FL 33483

ARTICLE VII - INCORPORATOR

Bradford L. Goetz  
110 Marine Way  
Suite #3  
Delray Beach, FL 33483

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of July, 1996.

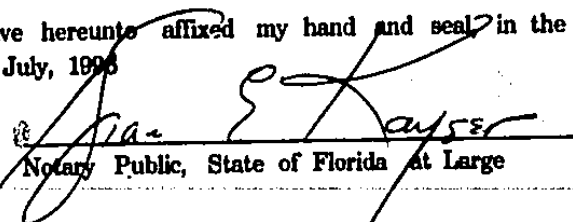
  
Bradford L. Goetz, Incorporator

STATE OF FLORIDA                    )  
  S.S. &  
COUNTY OF PALM BEACH         )

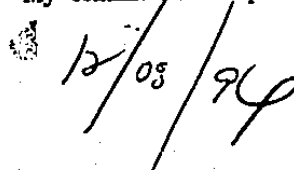
before me, a Notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Bradford L. Goetz, known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal in the State and County aforesaid, this 1st day of July, 1996



  
Notary Public, State of Florida at Large

My commission expires:



CERTIFICATE OF REGISTERED AGENT

OF

INTEGRATED CAPITAL, INC.

FILED

96 JUL -5 AM 8:55

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 110 Marine Way, Suite #3, Delray Beach, Florida 33483, has named Bradford L. Goetz located 110 Marine Way, Suite #3, Delray Beach, Florida 33483, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
\_\_\_\_\_  
Bradford L. Goetz