

JUL-12-1996 17:00
17/12/96

EMPIRE CORPORATE KIT
FLORIDA DIVISION OF CORPORATIONS

P.01/23 ...

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STATE OF FLORIDA
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FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 FLAGLER ST
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MIAMI FL 33139
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: EQUIS CAPITAL CORP.

FAX AUDIT NUMBER: H00000009735

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TALLAHASSEE, FLORIDA

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E. J. ...

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 15, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: EQUIS CAPITAL CORP.
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Loria Poole
Corporate Specialist

FAX Aud. #: H96000009735
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JUL-12-1996 17:00

EMPIRE CORPORATE KIT

P.02/23

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96 JUL 16 PM 5:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

EQUIS CAPITAL CORP.

FL Bar #0008956
(407) 998-0984

1801 Clint Moore Rd.
Suite 100
Boca Raton, FL 33487

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is Equis Capital Corp. (the "Corporation").
- SECOND: The principal office address and mailing address of the Corporation is 321 NW 36th Avenue, Deerfield Beach, FL 33442.
- THIRD: The Corporation is authorized to issue 1,000 shares of common stock, par value \$.001 per share.
- FOURTH: The street address of the initial registered office of the Corporation is: 321 NW 36th Avenue, Deerfield Beach, FL 33442 and the registered agent at that address is Gary J. Gordon.
- FIFTH: The name and address of the incorporator of the Corporation is: Gary J. Gordon, 321 NW 36th Avenue, Deerfield Beach, FL 33442.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations maybe formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is:
- Gary J. Gordon 321 NW 36th Avenue
Deerfield Beach, FL 33442
- EIGHTH: The corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

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NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

TENTH: The corporate existence of the Corporation shall commence on July 16, 1996.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of July, 1996.




Gary J. Gordon

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



Gary J. Gordon
Dated: _____

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TALLAHASSEE, FLORIDA

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