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4/10/97

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: FIRST FINANCIAL VENTURE CAPITAL, INC.
AUDIT NUMBER.....H97000005882
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

Article 1: Name of Corporation FIRST FINANCIAL VENTURE CAPITAL, INC.
Address of Corporation 5446 NORTHWEST 57th WAY
CORAL SPRINGS, FLORIDA 33067

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 7,500, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED OFFICE: MURRAY STITSKY
and 5446 NORTHWEST 57th WAY
REGISTERED AGENT: CORAL SPRINGS, FL 33067

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


Signature of Registered Agent

4/10/97
Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Secretary/Additional Directors.
1. MURRAY STITSKY
5446 NORTHWEST 57th WAY
CORAL SPRINGS, FLORIDA 33067

Article 5: The Name and Address of the INCORPORATOR is:

MURRAY STITSKY
5446 NORTHWEST 57th WAY
CORAL SPRINGS, FLORIDA 33067

In witness whereof I have subscribed my name


Signature of Incorporator

MURRAY STITSKY

H97-5882

Prepared by:

ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33138
305-358-2571

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