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TALLAHASSEE, FLORIDA

4/23/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
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NAME: INNER CITY CREDIT SERVICES, INC.
AUDIT NUMBER.....H97000006628
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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Bm 4/24/97

FAX AUDIT#: H97000006628

ARTICLES OF INCORPORATION

INNER CITY CREDIT SERVICES, INC.

(Name of Corporation)

THE UNDERSIGNED SUBSCRIBER(S) TO THESE ARTICLES OF INCORPORATION, NATURAL PERSON(S) 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: INNER CITY CREDIT SERVICES, INC.
701 N.W. 210 ST. # 511, MIAMI, FL 33169

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 THE STATE OF FLORIDA, COMPRISING OF MORTGAGE BROKERAGE, TAX REPRESENTATION, SEMINARS AND FINANCIAL SERVICES.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE FIVE HUNDRED SHARES (500) 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 INTIAL REGISTERED AGENT OF THIS CORPORATION IS :

NAME MICHAEL C. CAFARO
ADDRESS 100 NE 15 ST. # 103-C
CITY HOMESTEAD STATE FLORIDA ZIP 33030

ARTICLE VI - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO (2) DIRECTOR(S) 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 INTIAL DIRECTOR (S) OF THE CORPORATION ARE AS FOLLOWS:

NAME	<u>MITCHELL MARKS (PRESIDENT/TREASURER)</u>		
ADDRESS	<u>701 N.W. 210 ST. #511, MIAMI, FL 33169</u>		
CITY	<u>MIAMI</u>	STATE	<u>FL</u> ZIP <u>33169</u>
NAME	<u>VIVIEN MARKS (VICE-PRESIDENT/SECRETARY)</u>		
ADDRESS	<u>701 N.W. 210 ST. # 511</u>		
CITY	<u>MIAMI</u>	STATE	<u>FL</u> ZIP <u>33169</u>
NAME			
ADDRESS			
CITY		STATE	
NAME			
ADDRESS			
CITY		STATE	

PREPARED BY: ANTHONY BERNARD
16201 S.W. 95 AVENUE
STE # 109
MIAMI FL 33157
(305) 251-4591

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ARTICLE VII - INCORPORATORS

THE NAMES AND ADDRESSES OF THE PERSON(S) SIGNING THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

NAME MITCHELL MARKS (PRESIDENT/TREASURER)
ADDRESS 701 N.W. 210 ST. # 511
CITY MIAMI STATE FL ZIP 33169
NAME _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____
NAME _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____
NAME _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER(S) HAVE EXECUTED THESE ARTICLES OF INCORPORATION
THIS 23RD DAY OF APRIL 19 97.

Mitchell Marks (SEAL)

(SEAL)

(SEAL)

STATE OF FLORIDA

COUNTY OF DADE

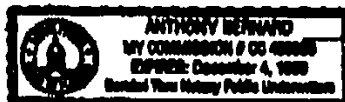
BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED

MITCHELL MARKS (PRESIDENT/TREASURER)

KNOWN TO ME AND KNOWN TO BE THE PERSON(S) 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 23RD DAY OF APRIL 19 97.

(NOTARY SEAL)



Anthony Bernard
(NOTARY PUBLIC, STATE OF FLORIDA AT LARGE)

MY COMMISSION EXPIRES:

12/4/99

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**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

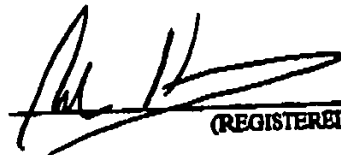
INNER CITY CREDIT SERVICES, INC.
(NAME OF CORPORATION)

PURSUANT TO FLORIDA STATUTES SECTIONS 48.091 AND 607.034, THE FOLLOWING SUBMITTED: THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION

AT 100 NE 15 ST. # 103-C, HOMESTEAD, FL 33030
HAS NAMED MICHAEL C. CAFARO
LOCATED AT THE AFORESAID ADDRESS, 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.



(REGISTERED AGENT)

PREPARED BY : ANTHONY BERNARD
16201 S.W. 95 AVENUE
STE. # 109
MIAMI FL 33157
(305) 251-4591

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