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FILED

THE DIVERSIFIED FINANCIAL SOLUTIONS GROUP, INC.  
818 S.W. 12TH COURT  
FORT LAUDERDALE, FL. 33315  
954-938-9423

97 JUN 18 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUNE 2, 1997

Secretary of State  
Division of Corporations  
P.O.Box 6327  
TALLAHASSEE, FL. 32314

900002216089--0  
-06/18/97--01086--004  
\*\*\*\*122.50 \*\*\*\*122.50

REF: THE DIVERSIFIED FINANCIAL SOLUTIONS GROUP, INC.

Please find enclosed two notarized copies of the charter for THE DIVERSIFIED FINANCIAL SOLUTIONS GROUP, INC.

I am also enclosing a check payable to the secretary of state in the amount of 122.50 to cover the necessary filing fees.

Thank you for your anticipated prompt reply.

Very truly yours,  
*Mark R. Lumia*  
MARK R. LUMIA  
DIRECTOR

JUN 6-19-97

ARTICLES OF INCORPORATION  
OF

THE DIVERSIFIED FINANCIAL SOLUTIONS GROUP, INC.

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION EACH A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES TOGETHER TO FORM A CORPORATION FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA AND FURTHER DO AGREE TO THE FOLLOWING CONDITIONS OF SAID CORPORATION.

ARTICLE I: NAME  
THE NAME OF THIS CORPORATION IS:

THE DIVERSIFIED FINANCIAL SOLUTIONS GROUP, INC.

ARTICLE II: PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE FOLLOWING PURPOSES: TO MAINTAIN, OPERATE, AND CONTROL A FINANCIAL CONSULTING BUSINESS. TO ENGAGE IN ANY RELATED BUSINESS OR SERVICE THAT IS LEGAL ACCORDING TO THE LAWS OF THE UNITED STATES OF AMERICA. TO OBTAIN LICENSES FROM THE UNITED STATES OF AMERICA. AND TO ENTER INTO ALL REAL AND PERSONAL PROPERTY WHICH MAY BE NECESSARY, ADVANTAGEOUS, OR PROPER IN THE CONDUCT OF ITS BUSINESS, AND FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS.

ARTICLE III: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS 150 SHARES ALL OF ONE CLASS AND ALL OF THE PAR VALUE OF FIFTY (\$50.00) DOLLARS PER SHARE.

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS DISSOLVED BY ACTION OF LAW.

ARTICLE V: INITIAL REGISTERED OFFICE/ PRINCIPAL OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 818 S.W. 12TH COURT, FORT LAUDERDALE, FL. 33315 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS MARK R. LUMIA.

ARTICLE VI: DIRECTORS

THIS CORPORATION SHALL HAVE NOT LESS THAN ONE (1) DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED FROM TIME TO TIME AS THE STOCKHOLDER (S) DESIRE, IN ACCORDANCE WITH THE BY-LAWS HEREOF.

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**ARTICLE VII: INITIAL DIRECTORS**

THE NAME AND POST OFFICE ADDRESS OF THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION IS AS FOLLOWS:

| NAME                       | ADDRESS   |
|----------------------------|---|
| MARK R. LUMIA<br>PRESIDENT | 818 S.W. 12TH COURT<br>FORT LAUDERDALE, FL. 33315 |

**ARTICLE VIII: SUBSCRIBER**

THE NAME AND POST OFFICE ADDRESS OF EACH SUBSCRIBER TO THESE ARTICLES OF INCORPORATION IS

AS FOLLOWS:

| NAME                       | ADDRESS   |
|----------------------------|---|
| MARK R. LUMIA<br>PRESIDENT | 818 S.W. 12TH COURT<br>FORT LAUDERDALE, FL. 33315 |

**ARTICLE IX: INDEMNIFICATION**

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

**ARTICLE X: AMENDMENT**

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL

THIS 16<sup>th</sup> DAY OF June, 1997 I HEREBY AM FAMILIAR

WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION

Mark Lumia  
MARK R. LUMIA, PRESIDENT

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF Broward

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME

THIS 16<sup>th</sup> DAY OF June, 1997, BY MARK R. LUMIA

Dorothy A Kirkpatrick  
NOTARY PUBLIC

OFFICIAL NOTARY SEAL  
DOROTHY A KIRKPATRICK  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC467745  
MY COMMISSION EXP. JUNE 24, 1999