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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: DESTINY INVESTMENT CLUB, INC.
AUDIT NUMBER.....H97000014021
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 26, 1997

EMPIRE

SUBJECT: DESTINY INVESTMENT CLUB, INC.
REF: W97000019683

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6067.

Neyssa Culligan
Document Specialist

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**ARTICLES OF INCORPORATION
OF
DESTINY INVESTMENT CLUB, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is:

DESTINY INVESTMENT CLUB, INC.

ARTICLE II - DURATION

The corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 10,000,000 shares of \$0.01 par value common stock which shall be designated "Common Shares".

ARTICLES V - RIGHTS OF SHARE OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of outstanding common shares, each having one vote. Nothing in the Articles shall be construed to allow cumulative voting of shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street of the initial Registered Agent and Registered Office of the Corporation are:

MARIO CONSUEGRA
19411 N.W. 3 COURT
PEMBROKE PINES, FL 33029

This document prepared by:

Robert A. Brandt, Esq.
3350 S.W. 27th Avenue
Coconut Grove, FL 33133
Fla. Bar No. 311391
(305) 859-2001

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The name and address of the initial Director is:

MARIO CONSUEGRA
19411 N.W. 3 COURT
PEMBROKE PINES, FL 33029

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator and person signing these Articles is:

MARIO CONSUEGRA
19411 N.W. 3 COURT
PEMBROKE PINES, FL 33029

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer and/or director or any former officer and/or director to the full extent permitted by law.

ARTICLE XI - COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence upon filing of these Articles of Incorporation.

ARTICLE XII - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be:

19411 N.W. 3 COURT
PEMBROKE PINES, FL 33029

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on August 18, 1997.


MARIO CONSUEGRA

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First That , DESTINY INVESTMENT CLUB, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation at County of Broward, State of Florida has named MARIO CONSUEGRA, located at 19411 N.W. 3 COURT, PEMBROKE PINES, FL 33029, County of Broward within this State as registered agent of said corporation.

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

By: 

MARIO CONSUEGRA
(REGISTERED AGENT)

Dated: August 18, 1997

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TALLAHASSEE, FLORIDA

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