

P97000074354

KENNETH L. HENDERSON  
P. O. Box 4211  
Boca Raton, Florida 33429  
(305) 941-6611

August 11, 1997

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-08/15/97--01055--006  
\*\*\*\*122.50 \*\*\*\*122.50

RE: PARAGON FINANCIAL GROUP, INC.

Gentlemen:

Enclosed please find proposed Articles of Incorporation for ONE (1) new Florida Corporation, PARAGON FINANCIAL GROUP, INC., along with my check in the amount of \$122.50.

Please place these documents in line for processing. Thank you very much.

Sincerely,

  
Kenneth L. Henderson

enclosures

AUG 18 1:35B

2544  
W97-18981

FILED  
97 AUG 27 AM 11:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

August 18, 1997

**KENNETH L. HENDERSON**  
P. O. BOX 4211  
BOCA RATON, FL 33429

**SUBJECT: PARAGON FINANCIAL GROUP, INC.**  
Ref. Number: W97000018981

We have received your document for PARAGON FINANCIAL GROUP, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 997A00041600

ARTICLES OF INCORPORATION

OF

FIRST CAPITAL FINANCIAL SERVICES, INC.

**FILED**  
97 AUG 27 AM 11:22  
STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

1. NAME. The name of the Corporation is: FIRST CAPITAL FINANCIAL SERVICES, INC.
2. DURATION. The period of its duration is perpetual.
3. PURPOSE. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. CAPITAL STOCK. The corporation is authorized to issue One Hundred Million (100,000,000) shares of common stock, all of one class, at NO Par Value.
5. PRINCIPAL OFFICE. The address of the principal office of the corporation is as follows:  
  
FIRST CAPITAL FINANCIAL SERVICES, INC.  
1507 Argyle Drive, #207  
Ft. Lauderdale, Florida 33312
6. INITIAL REGISTERED AGENT. The name and address of the initial registered agent of the corporation is as follows:  
  
Kenneth L. Henderson                      1507 Argyle Drive, #207  
Ft. Lauderdale, Florida 33312
7. INITIAL BOARD OF DIRECTORS. The corporation shall have ONE (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE (1) director.

The name and address of the initial director of the corporation is:

## NAME

## ADDRESS

Kenneth L. Henderson

1507 Argyle Drive, #207  
Ft. Lauderdale, Florida 33312

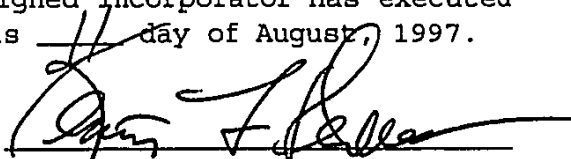
8. AMENDMENT OF ARTICLES. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
9. INDEMNIFICATION. To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.
10. INCORPORATOR. The name and address of the incorporator is:

## NAME

## ADDRESS

Kenneth L. Henderson,  
as Trustee1507 Argyle Drive, #207  
Ft. Lauderdale, Florida 33312

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11 day of August, 1997.

  
INCORPORATOR, As Trustee

STATE OF FLORIDA )

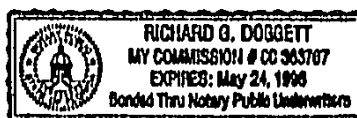
) SS

COUNTY OF BROWARD )

BEFORE ME this 11 day of August, 1997, personally appeared KENNETH L. HENDERSON, to me well known to be the person who executed the foregoing Articles of Incorporation for the purposes therein expressed.

  
NOTARY PUBLIC, State of Florida

MY COMMISSION EXPIRES:



CERTIFICATE DESIGNATING REGISTERED AGENT UPON  
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

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

FIRST, that FIRST CAPITAL FINANCIAL SERVICES, INC., a Florida corporation qualified to do business under the laws of this State, has appointed Kenneth L. Henderson as its agent to accept service of process within this State at the following address:

Kenneth L. Henderson  
1507 Argyle Drive, #207  
Ft. Lauderdale, Florida 33312

Having been named to accept service of process for the above stated corporation, 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: 

Kenneth L. Henderson

August 11, 1997

FILED  
97 AUG 11 11:22  
STATE OF FLORIDA