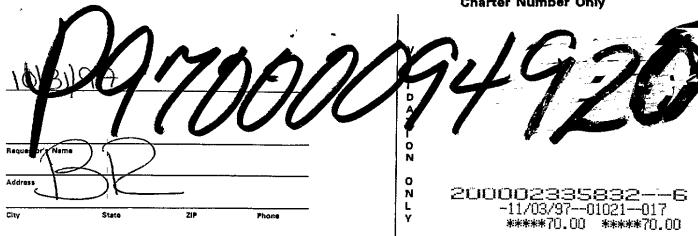
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CR2E031 (R8-85)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 3, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: FOCUS CAPITAL CORPORATION

Ref. Number: W97000024880

We have received your document for FOCUS CAPITAL CORPORATION. However, the document has not been filed and is being returned for the following:

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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 997A00053068

ARTICLES OF INCORPORATION

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

FIRST. The name of the corporation shall be:

FOCUS CAPITAL CORPORATION

SECOND. The period of existence of this corporation is unlimited.

THIRD. The purpose of the corporation is: To engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

FOURTH. The total number of shares of stock which this corporation is authorized to issue is:

One Thousand Five Hundred (1,500) Shares Without Par Value

FIFTH. The address of the initial registered office of the corporation is: 223 NE 19th Avenue, Suite 2, Pompano Beach, FL 33060, and the name of its initial registered agent at such address is: Joseph B. Risdorfer.

SIXTH. The number of Directors constituting the initial Board of Directors is one, and the name and address of the person who is to serve as Director until the first annual meeting of shareholders, or until his successors are elected and shall qualify is: Joseph B. Risdorfer, 223 NE 19th Avenue, Suite 2, Pompano Beach, FL 33060.

SEVENTH. The Board of Directors shall have the power to adopt, amend or repeal the by-laws.

EIGHTH. The name and mailing address of the incorporator is as follows:

Joseph B. Risdorfer 223 NE 19th Avenue, Suite 2 Pompano Beach, FL 33060

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, has executed, signed and acknowledged this Certificate of Incorporation this 31st day of October, 1997.

Joseph B. Risdorfer Incorporator

CERTIFICATE AND KNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT OF

Focus	Capital	Casasastius
1000	Capital	COSPOSA LION
	(name of corporation)	1

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is 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 <u>223</u>	NE	19	AUP	Ste	2	
Pom	pano	BEAC	hA	3306	0	
has named	Joseph	B	Risdon	fer_	• • • •	
located at the a	oforesaid addre	ess, as its F	Registered Age	ent to accept s	ervice of p	process within
this state.						₹

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

(registered ag