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*ADMITTED IN NEW JERSEY & PENNSYLVANIA ONLY

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-03/09/98--01084--008

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PLEASE REPLY TO:

Fort Lauderdale

March 6, 1998

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

Re:

Articles of Incorporation

of Equitable Financial Group, Inc.

To Whom It May Concern:

Enclosed please find one (1) original and two (2) copies of Articles of Incorporation for the above-referenced entity along with a check in the amount of \$122.50 for the filing fee and certified copy.

Also enclosed please find a self-addressed envelope for the purpose of returning the certified copy. Please do not hesitate to contact me if I can be of further assistance.

A. I. A. M. CANTREL GAVE

ITHORIZATION BY PHONE TO

OBBECT Act. I

DOC. EXAM DOLO BROWN

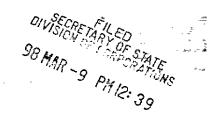
Very truly yours,

SHARI L. MCCARTNEY

For the Firm

SLM/rms Enclosures

ARTICLES OF INCORPORATION OF EQUITABLE FINANCIAL GROUP, INC.



The undersigned, acting as incorporator for the purpose of forming a corporation under and by virtue of the laws of the State of Florida, adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Equitable Financial Group, Inc.

ARTICLE II

The street address and mailing address of the initial principle office shall be 633 South Federal Highway, Ft. Lauderdale, Florida 33301.

ARTICLE III

The corporation is authorized to issue one million shares of common stock, \$7.00 par value per share.

ARTICLE IV

Shareholders of the corporation shall not have pre-emptive rights.

ARTICLE V

The street address of the corporation's initial registered office is 633 South Federal Highway, Ft. Lauderdale, Florida 33301. The name of the initial registered agent to be located at that office is H. William Spute, Jr. who has executed a written acceptance to serve as registered agent.

ARTICLE VI

The name and address of the incorporator is H. William Spute, Jr., 633 South Federal Highway, Ft. Lauderdale, Florida 33301.

IN WITNESS of the foregoing, the undersigned incorporator has executed these Articles of Incorporation as of this 30 day of mysecology, 1998.
ACCEPTED AS REGISTERED AGENT: H. William Spute, Jr., Incorporator/Registered Agent
STATE OF FLORIDA COUNTY OF BYOWAY
Before me, the undersigned Notary Public in and for the State of Florida at large, personally appeared H. William Spute, Jr., known to me and known by me to be the individual described in and who executed the foregoing Articles of Incorporation of Equitable Financial Services, Inc. and, being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal this 3rd day of \(\frac{\gamma \alpha \alpha \alpha}{\sqrt{\alpha} \alpha \alpha} \), 1998.
ANNETTE SHRODE COMMISSION & CC634053 EXPIRES MAR 27, 2001 BONDED THROUGH ATLANTIC BONDING CO., INC. Notary Public, State of Florida at large
My Commission Expires:
march 27 2001

SECRETAL LEBE STATEME DIVERBELLA LEBE STATEME DIVERBEL