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FILED
98 MAY 21 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 20, 1998

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****122.50 ****122.50

Secretary of State
State of Florida
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

RECEIVED
98 MAY 21 AM 11:06
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: MORGAI FINANCIAL CONSULTANTS CORP.

Gentlemen:

Enclosed herewith are:

1. One executed original and a xerox copy of Articles of Incorporation of MORGAI FINANCIAL CONSULTNATS CORP.

2. Our check in the amount of $122.50 in payment of the following:

(a) filing fee in the amount of $35.00;
(b) certified copy in the amount of $52.50; and
(c) registered agent fee in the amount of $35.00.

If you have any questions, please telephone.

Very truly yours,

BERGER DAVIS & SINGERMAN

Laz L. Schneider

LLS:mw
Enclosures

MAY 21 1998

P. Hall

FILED

'98 MAY 21 PM 12:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MORGAI FINANCIAL CONSULTANTS CORP.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida General Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be: MORGAI FINANCIAL CONSULTANTS CORP.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose for which this Corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 1,000 shares of Common Stock, par value $1.00 per share.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this Corporation will begin business shall be determined by the initial Board of Directors.

ARTICLE V

ADDRESS OF PRINCIPAL OFFICE

The address of the principal office of this Corporation is 3310 N. E. 57th Court, Ft. Lauderdale, Florida 33308.

ARTICLE VI

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VII

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 3310 N. E. 57th Court, Ft. Lauderdale, Florida 33308, and the initial registered agent of this Corporation at that address shall be Brian M. Gaines.

ARTICLE VIII

NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The name and street address of the initial member of the Board of Directors is:

NAME	ADDRESS
Brian M. Gaines	3310 N.E. 57th Court Ft. Lauderdale, FL 33308

ARTICLE X

INCORPORATOR

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

NAME	ADDRESS
Brian M. Gaines	3310 N.E. 57th Court Ft. Lauderdale, FL 33308

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal, this 20 of May, 1998.

Brian M Gaines

Brian M. Gaines

THE UNDERSIGNED, named as the registered agent in Article VII of these Articles of Incorporation hereby consents to act as such registered agent.

Brian M Gaines

Brian M. Gaines

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TALLAHASSEE, FLORIDA