

6/26/98

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FLORIDA DIVISION OF CORPORATIONS  
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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: FLORIDA FINANCIAL TRUST, INC.

AUDIT NUMBER.....H98000011983

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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ARTICLES OF INCORPORATION  
OF  
FLORIDA FINANCIAL TRUST, INC.

98 JUN 29 AM 8:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: Florida Financial Trust,  
Inc..

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The principal office address of this corporation is:

5640 S.W. 87<sup>th</sup> Avenue  
Cooper City, Florida 33328

ARTICLE III - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the  
earliest day allowable pursuant to Florida law for the commencement  
of corporate existence; and shall continue perpetually unless  
dissolved according to law.

ARTICLE IV - PURPOSE

The general nature of the business or businesses to be  
transacted by the corporation is as follows: The transaction of  
any or all lawful business for which corporations may be  
incorporated under Florida Statutes.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock this corporation is  
authorized to have outstanding at any time shall be 1,000 shares of  
Common Stock at One Dollar (\$1.00) par value. All the  
aforementioned stock is to be issued as fully paid for and exempt  
from assessment.

Prepared by:  
Alan Jay Lewis, Esq. FBN-244473,  
Lewis & Kracoff, P.A.  
8220 State Road 84  
Suite 302  
Davie, FL 33324

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

<u>Registered Agent</u>	<u>Street Address of Registered Office</u>
Doreen Lerner	5640 S.W. 87 <sup>th</sup> Avenue Cooper City, Florida 33328

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors to be fixed by the Bylaws of this corporation. Directors need not be stockholders. The initial Director of this corporation shall be the Incorporator named below who shall hold office until the first meeting of Incorporators of this corporation and until the successor Directors are elected and have qualified.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:  
Doreen Lerner  
5640 S.W. 87<sup>th</sup> Avenue  
Cooper City, Florida 33328

ARTICLE IX - INDEMNIFICATION

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as Officers or Directors of the corporation, and each person who serves at the request of the corporation as a Director or Officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being Director or Officer of the corporation, or by reason of any action

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alleged to have been taken or omitted by him as a Director or Officer. The corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 26 day of June, 1998.

Doreen Lerner  
Doreen Lerner, Incorporator

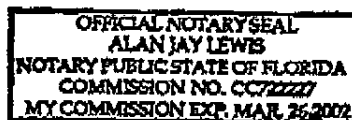
STATE OF FLORIDA     )  
                              )     SS:  
COUNTY OF BROWARD    )

26 The foregoing instrument was acknowledged before me this day of June, 1998, by Doreen Lerner, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed, and who is personally known to me.

Alan Jay Lewis  
SIGNATURE OF PERSON TAKING ACKNOWLEDGMENT

PRINT NAME OF ACKNOWLEDGER:  
TITLE:  
COMMISSION NUMBER:

Alan Jay Lewis



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS  
MAY BE SERVED

IN COMPLIANCE WITH SECTIONS 48.091 and 607.0501, FLORIDA  
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT FLORIDA FINANCIAL TRUST, INC., DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH  
ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF COOPER CITY, STATE OF  
FLORIDA, HAS NAMED DOREEN LERNER, LOCATED AT 5640 S.W. 87<sup>TH</sup> AVENUE,  
CITY OF COOPER CITY, STATE FLORIDA, AS ITS AGENT TO ACCEPT SERVICE  
OF PROCESS WITHIN FLORIDA.

FLORIDA FINANCIAL TRUST, Inc.,  
a Florida corporation

By: *Doreen Lerner*  
Doreen Lerner

TITLE: Incorporator

DATE: June 26, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

*Doreen Lerner*  
Doreen Lerner

DATE: June 26, 1998

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