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FLORIDA DIVISION OF CORPORATIONS

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NAME: IDC FINANCING CORP.

AUDIT NUMBER.....H98000015426

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

CERT. OF STATUS...1

PAGES.....3

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**ARTICLES OF INCORPORATION  
OF  
IDC FINANCING CORP.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I  
NAME**

The name of this Corporation is:

**IDC FINANCING CORP.**

**ARTICLE II  
PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE III  
CAPITAL STOCK**

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV  
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this Corporation is:

12399 S.W. 53rd Street, Suite 101  
Cooper City, Florida 33330

Prepared by:  
William J. Gross, Esq.  
Bar No. 0898678  
Tripp Scott  
P.O. Box 14245  
Fort Lauderdale, FL 33302  
(954) 760-4920

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**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

William J. Gross  
110 Southeast 6th Street, 15th Floor  
Fort Lauderdale, Florida 33301

**ARTICLE VI  
INCORPORATOR**

The name and street address of the Incorporator is:

William J. Gross  
110 Southeast 6th Street, 15th Floor  
Fort Lauderdale, Florida 33301

**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

This Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
John Tavone	12399 S.W. 53rd Street, Suite 101 Cooper City, Florida 33330
Nicolas Greco	12399 S.W. 53rd Street, Suite 101 Cooper City, Florida 33330

**ARTICLE VIII  
AMENDMENT**

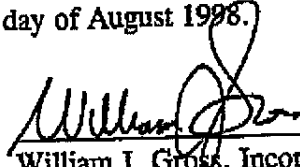
These Articles of Incorporation may only be amended by the Board of Directors (but only to the extent permitted by the Florida Business Corporations Act) or by the vote of shareholders holding a majority of the issued and outstanding common stock of the Corporation.

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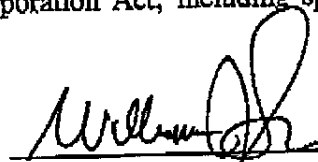
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IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has executed these Articles of Incorporation this 14 day of August 1998.

  
William J. Gross, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

  
William J. Gross, Registered Agent

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