

MICHAEL J. MELLA, ESQUIRE
7301A WEST PALMETTO PARK ROAD, SUITE 305C
BOCA RATON, FLORIDA 33433
(561) 391-0113
(561) 391-7022 (FAX)

September 18, 1998

Secretary of State
Divisions of Corporations
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32314

400002646914--4
-09/23/98--01032--012
****122.50 ****122.50

Re: Goldstar Financial Systems, Inc.

Dear Sir:

P98000082951

Enclosed herein please find an original and two copies of the Articles of Incorporation of the above referenced corporation.

I have enclosed my check for \$122.50.00 for your fees.

Kindly return to me a filed copy in the self addressed stamped envelope enclosed.

Thank you for your cooperation.

Very truly yours,

Michael J. Mella

MJM/ay
Encl.

FILED
98 SEP 23 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH SEP 24 1998

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
GOLDSTAR FINANCIAL SYSTEMS, INC.

ARTICLE I-NAME

The name of the corporation is GOLDSTAR FINANCIAL SYSTEMS., INC.

ARTICLE II-DURATION

The corporation shall have perpetual existence.

ARTICLE III-PURPOSE

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV-CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is one thousand shares of common stock having a par value of \$ ~~none~~ per share.

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 7301A West Palmetto Park Road, Suite 305C, Boca Raton, Florida 33433, and the initial registered agent of the corporation at such office shall be MICHAEL J. MELLA, ESQUIRE, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of directors may be increased or decreased from time to time by vote of the stockholders but in no case shall the number of directors be less than one

(2) nor more than five (5). The name and addresses of the directors constituting the initial Board of Directors are:

Name	Address
Patrick J. O'Toole	3907 N. Federal Highway Suite 120 Pompano Beach, FL 33064

ARTICLE VII-INCORPORATORS

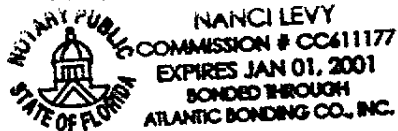
The name and street address of the person signing these Articles of Incorporation are:

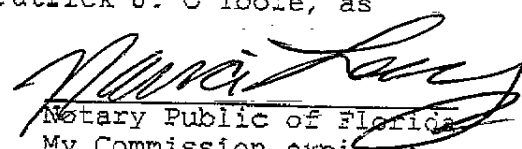
Name	Address
Patrick J. O'Toole	3907 N. Federal Highway Suite 120 Pompano Beach, FL 33064


Patrick J. O'Toole,
Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD) SS:

The foregoing Articles of Incorporation of Goldstar Financial Systems, Inc. were acknowledged before me this 11th day of September, 1998, by Patrick J. O'Toole, as Incorporator.

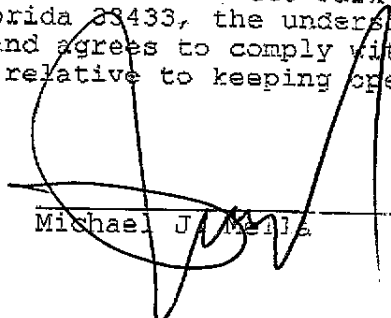



Notary Public of Florida
My Commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Goldstar Financial Systems, Inc. at the place designated in the Articles of Incorporation, 7301A West Palmetto Park Road, Suite 305C, Boca Raton, Florida 33433, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: September 10, 1998


Michael J. Mella

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FILED
TALLAHASSEE, FL 32309
SECRETARY OF STATE