

10/01/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: DIVERSICREDIT, INC.

AUDIT NUMBER.....H98000018262

DOC TYPE.....FLORIDA PROFIT CORPORATION OF FLA

CERT. OF STATUS..0

PAGES.....5

CERT. COPIES.....1

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 2, 1998

EMPIRE

SUBJECT: DIVERSICREDIT, INC.
REF: W98000022295

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name of the entity must be identical throughout the document.

IN ARTICLE IV'S ATTACHMENT WHERE THE STOCK INFORMATION IS FURTHER EXPLAINED, THERE NEEDS TO BE A SUFFIX AFTER THE CORPORATE NAME. ALSO, IS THIS SUPPOSED TO BE FILED AS DIVERSICREDIT, INC. OR AS DIVER\$ICREDIT, INC. WITH THE DOLLAR SIGN? PLEASE ADVISE ON THIS LETTER.

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburger
Document Specialist

FAX Aud. #: E98000018118
Letter Number: 498A00048901

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ARTICLES OF INCORPORATION

of

DIVER\$ICREDIT, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

DIVER\$ICREDIT, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 10 million shares () of As specified Attached Dollar(s) (\$) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Frank L. Toral, Esq.		
ADDRESS	524 South Andrews Ave., Ste. 303N		
CITY	Ft. Lauderdale	FLORIDA	ZIP 33301

The principal office, if known, or the mailing address of the corporation is:

NAME	Diver\$icredit, Inc.		
ADDRESS	13833 E4 Wellington Trace, Ste. 107		
CITY	Wellington	FLORIDA	ZIP 33414

Prepared By: Frank L. Toral, P.A. FBN-978450

524 S. Andrews Ave #303N
Ft. Lauderdale, FL 33301 (954) 524-6180

305 541 3770 P. 02/05

EMPIRE CORP

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

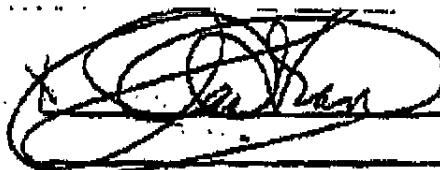
NAME	Kim Chancellor (President)		
ADDRESS	13052 Compton Rd		
CITY	Loxahatchee	STATE	FL ZIP 33470
NAME	Wendell Dale Prah (Secretary)		
ADDRESS	934 Lemongrass		
CITY	West Palm Beach	STATE	FL ZIP 33414
NAME	Marion S. Frank (Treasurer)		
ADDRESS	13725 Greentree Trail		
CITY	Wellington	STATE	FL ZIP 33414

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Jack Tran		
ADDRESS	2302 NE 5th Ave.		
CITY	Boca Raton	STATE	FL ZIP 33431
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 29th day of September, 19 98



(Seal)

(Seal)

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Article IV

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Said corporation (~~EMPIRE, Inc.~~) hereby authorizes ten million (10 MILLION) shares of Common Stock as more specifically described below:

- (1) One million (1 MILLION) shares which will be Class B, non-voting or known as preferred stock;
- (2) The remaining nine million (9 MILLION) shares will be classified as Class A, voting common stock;
- (3) Fifty percent (50%) of the nine million (9 MILLION) of voting Class A Shares shall be owned and controlled by Jack Tran;
- (4) The remaining fifty percent (50%) of the nine million (9 MILLION) voting Class A Shares shall be distributed evenly amongst the directors listed below:

Kim Chancellor	(President)	1.5 MILLION shares
Wendell Dale Pratt	(Secretary)	1.5 MILLION shares
Marion S. Frank	(Treasurer)	1.5 MILLION shares

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CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

DIVERSICREDIT, INC.

(name of corporation)

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TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 524 S. Andrews Ave., Ste. 303N

Ft. Lauderdale, Fl 33301

has named Frank L. Toral, Esq.

located at the aforesaid address, as its Registered Agent to accept service of process within
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obliga-
tions of that position, I hereby accept to act in this capacity, and agree to comply with the
provisions of Florida Law in keeping open said office.

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