

Charter Number Only

P800089623

REINSTATEMENT ONLY

BARRY SILVERSTEIN

Requestor's Name

2999 N.E. 191 St. #704

Address

N. Miami Beach, FL 33180

City

State

ZIP

Phone

(305) 935-0203

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-10/19/98--01007--011
*****70.00 *****70.00

CORPORATION(S) NAME

TRIUMPH CAPITAL LTD. CORP.

FILED
98 OCT 21 AM 10:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- | | | |
|---|--|--|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input checked="" type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail Out |
| <input type="checkbox"/> Pick Up | | |

| | |
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| Name | |
| Availability | |
| Document | |
| Examiner | |
| Updater | |
| Verifier | |
| Acknowledgment | |
| W.P. Verifier | |

98-23644
2435
(LTD)

RECEIVED
98 OCT 19 AM 9:44
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 19, 1998

EMPIRE

MIAMI, FL

SUBJECT: TRIUMPH CAPITAL LTD., CORP.
Ref. Number: W98000023644

We have received your document for TRIUMPH CAPITAL LTD., CORP.. However, the document has not been filed and is being returned for the following:

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 598A00051502

RECEIVED
OCT 21 AM 8:36
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
TRIUMPH CAPITAL LTD. CORP.

98 OCT 21 AM 10:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

The undersigned do hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be TRIUMPH CAPITAL, CORP, and the principal place of the business and offices of the corporation shall be 5039 Marina Circle Boca Raton Florida 33486.

ARTICLE II

This corporation shall commence its perpetual existence upon the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE III

The general purpose of this corporation is to transact any or all lawful business permitted under the laws of the State of Florida, including but not limited to investment, either national or international in financial instruments or currencies, financial derivatives other investments including real property or derivatives thereof in any markets deemed appropriate.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

| Number of Shares Authorized | Par Value | Class |
|-----------------------------|-----------|--------|
| 200,000 | \$1.00 | Common |

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE V

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

BARRY D. SILVERSTEIN

2999 NE 191 Street
SUITE 704
AVENTURA FLORIDA 33180

ARTICLE VI

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The name(s) and addresses of the director(s) of the corporation who shall hold office the first year or until successors are duly elected and qualified, shall be:

| Name | Address |
|-----------------|---|
| Anna M. Baker | 5039 Marina Circle Boca Raton Florida 33486 |
| Isabel C. Hoyos | 100 Bay Drive N.Miami Beach Florida 33160 |
| Doreen Russo | 1750 NW 124th Way Coral Springs, Florida 33071 |

ARTICLE VII

The name and address of the Incorporator is:

| Name | Address |
|---------------|--|
| Anna M. Baker | 5039 Marina Circle Boca Raton Florida 33486 |

ARTICLE VIII

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation. The Directors do represent and warrant that no deposits of cash proceeds greater than Two Thousand Five Hundred Dollars shall be conducted in any of the financial accounts of the Corporation, and no withdrawals from any account in excess of Two Thousand Five Hundred Dollars shall be permitted without the signature of at least two Directors of the Corporation.

ARTICLE IX

This corporation, by duly adopted action of the Board of Directors, may indemnify and insure its officers and directors to the extent permitted by law either now existing or hereafter enacted.

ARTICLE X

The by laws of this corporation may be altered, amended, adopted or repealed by either the Stockholders or the Director(s).

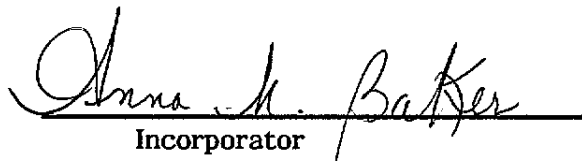
ARTICLE XI

Every stockholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as to that which he already holds, shall have the preemptive right of first refusal in the purchase of his pro rata share thereof and to do so at the price at which it is offered to others.

ARTICLE XII

This Corporation shall be treated in accordance with the appropriate laws governing Subchapter S Corporations until such time as the Shareholders or Director(s) chooses to alter the manner said Corporation is treated under the appropriate State and/or Federal Tax Codes.

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the above named corporation, for the purpose of forming a corporation to do business within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this October 9, 1998.


Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AND AT THE PLACE DESIGNATED IN THE AFORESAID ARTICLES OF INCORPORATION, THE UNDERSIGNED DOES HEREBY AGREE TO ACT IN THIS CAPACITY, AND IN ACCORDANCE THEREWITH TO COMPLY WITH ALL PROVISIONS OF THE FLORIDA STATUTES RELATIVE TO THE DISCHARGE OF SAID DUTIES.

Dated this October 9, 1998.


BARRY D. SILVERSTEIN

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98 OCT 21 AM 10:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA