(SAMPLE LETTER OF TRANSMITTAL)

P98000100728

Date 11-23-98

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-11/30/98--01136--012
****122.50 *****78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 30 PM 1:59

Re: 21st Century Futures, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of $122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Michael F. Iannotti
(individual's name)

21st Century Futures, INc.
(name of corporation)

MAILING ADDRESS OF CORPORATION

4230 NE 1st Terrace
Fort Lauderdale, FL 33334

PHONE
(954) 564-1531
Area Code Number Ext.

DEC 3 1998

F. CHESSER

Seminole Form 215: Trans. Letter (7-90)

ARTICLES OF INCORPORATION

of

21st Century Futures, 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.

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ARTICLE I - CORPORATE NAME

The name of the corporation is:

21st Century Futures, 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. Futures Broker

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (500) of Common Dollar(s) ($ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

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

NAME	21st Century Futures, Inc.		
ADDRESS	4230 NE 1st Terrace		
CITY	Fort lauderdale	FLORIDA	ZIP 33334

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	Michael F. Iannotti		
ADDRESS	4230 NE 1st Terrace		
CITY	Fort Lauderdale	FLORIDA	ZIP 33334

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) 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	Michael F. Iannotti		
ADDRESS	4230 NE 1st Terrace		
CITY	Fort Lauderdale	STATE FL	ZIP 33334
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII · INCORPORATORS

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

NAME Michael F. Iannotti		
ADDRESS 4230 NE 1st Terrace		
CITY Fort Lauderdale	STATE FL	ZIP 33334
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this ________ day of 23rd, 1998.

X Michael F. Iannotti (Seal)
Michael F. Iannotti

(Seal)

(Seal)

STATE OF FLORIDA)
SS
COUNTY OF Broward)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

X Michael F. Iannotti Signature Michael F. Iannotti	personally known to Notary Form of Identification
Signature	Form of Identification
Signature	Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that HE executed these Articles of Incorporation, that I relied upon the form __ of identification of the above named person __ as indicated opposite each name, and that an oath (was)(was not) taken.

NOTARY RUBBER STAMP SEAL

Lisa J. Von Hoffen
Notary Public, State of Florida
Commission No. CC 551491
My Commission Exp. 04/30/2000
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

Witness my hand and official seal in the County and State last aforesaid this 23rd day of November 1998

Notary Signature

Lisa J. von Hoffen
Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

21st Century Futures, Inc.

(name of corporation)

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 4230 NE 1st Terrace

Fort Lauderdale, FL 33334

has named Michael F. Iannotti

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

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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 obligations 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.

X Michael F. Iannotti

Michael F. Iannotti (registered agent)