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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 JAN 14 AM 10:13

Tuesday, January 12, 1999
FLORIDA SECRETARY OF STATE, INCORPORATION DIVISION
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327

TALLAHASSEE, FLORIDA 32314

REFERENCE: FILING OF CORPORATE IDENTITY SUBJECT; LLOYDS INVESTMENT GROUP, INC.

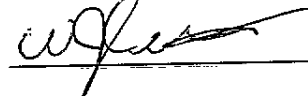
(PROPOSED)
TO WHOM IT MAY CONCERN,

ENCLOSED IS THE SUM OF SEVENTY-EIGHT DOLLARS AND SEVENTY-FIVE CENTS (\$78.75). THIS SUM SUBMITTED IS FOR CORPORATION FILING FEES PLUS A CERTIFICATE OF GOOD STANDING.

SUBMISSION IS UTTERED BY:
WILLIAM J FURIOSI
REGISTERED AGENT PRO TEM c/o
972 W. Prospect Rd.
CITY OF OAKLAND PARK, BROWARD COUNTY, FLORIDA 33309 DAYTIME PHONE; (954)-938-2818
PAGER (954)-403-5300

AN ORIGINAL AND ONE ADDITIONAL COPY OF THE ARTICLES OF INCORPORATION ARE ENCLOSED. SHOULD YOU REQUIRE ANY FURTHER INFORMATION PLEASE FEEL FREE TO CONTACT ME.

VERY TRULY YOURS,



William James Furiosi

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ARTICLES OF INCORPORATION

The UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE: **LLOYDS INVESTMENT GROUP
Incorporated**

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL OFFICE AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:
**972 W. Prospect Rd.
CITY OF OAKLAND PARK, BROWARD COUNTY, FLORIDA 33309**

ARTICLE III SHARES

THE NUMBER OF SHARES OF STOCK THAT THE CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE *TIME* IS:

ONE THOUSAND (1000) AT PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE.

ARTICLE IV INITIAL REGISTERED AGENT

**WILLIAM JAMES FURIOSI
972 W. Prospect Rd.
CITY OF OAKLAND PARK, BROWARD COUNTY, FLORIDA 33309**

ARTICLE V INCORPORATOR

THE NAME AND ADDRESS OF THIS INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

**LLOYD CADWELL
972 W. Prospect Rd.
CITY OF OAKLAND PARK, BROWARD COUNTY, FLORIDA 33309**

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION ON THIS THE 12th Day of JANUARY, 1998 IN THE CITY OF OAKLAND PARK, BROWARD COUNTY, FLORIDA.

*

LLOYD CADWELL

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED
OFFICE**

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Pursuant to the provisions of Section 607.0501 or 617.0501, of FLORIDA STATUTES, the undersigned Corporation, organized under the Laws of the STATE OF FLORIDA, submits the following statement in designating the Registered office/Registered Agent, in the STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: **LLOYDS INVESTMENT GROUP INC.**

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

WILLIAM JAMES FURIOSI

972 W. Prospect Rd.

CITY OF OAKLAND PARK, BROWARD COUNTY, FLORIDA 33309

HAVING BEEN NAMED AS THE REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL APPLICABLE FLORIDA STATE STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FURTHER FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



WILLIAM JAMES FURIOSI
(WILLIAM JAMES FURIOSI)
REGISTERED AGENT PRO-TEM