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FILED  
99 JAN 26 AM 8 49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Date January 4, 1999

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

300002758123-7  
-01/29/99-01002-002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Jade Financial Management Corp. 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 \$70.00

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,

  
James Katz

(individual's name)

Jade Financial Management Corp  
(name of corporation)

Mailing address of corporation

6880 SW 44 Street #206

Miami, FL 33155

Phone: (305 ) 669-6750

P. Hall

FEB - 1 1999

(4)

# ARTICLES OF INCORPORATION

of  
Jade Financial Management Corp  
(name of corporation)

FILED

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.

99 JAN 26 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE I - CORPORATE NAME

The name of the corporation is:

Jade Financial Management Corp

6880 SW 44 Street #206  
Miami, FL 33155

## 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 five hundred shares ( 500 ) of one  
Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares."

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

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

|         |                   |           |           |
|---------|-------------------|-----------|-----------|
| NAME    | James Katz        |           |           |
| ADDRESS | 6880 SW 44 Street | Suite 206 |           |
| CITY    | Miami             | FLORIDA   | ZIP 33155 |

## 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:

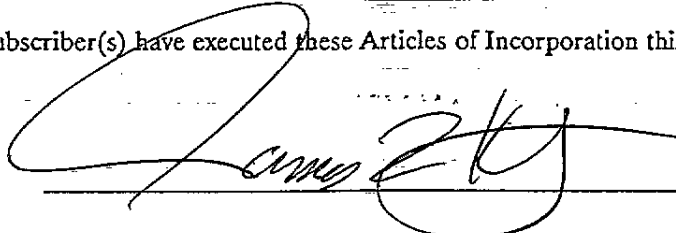
|         |                   |           |           |
|---------|-------------------|-----------|-----------|
| NAME    | James Katz        |           |           |
| ADDRESS | 6880 SW 44 Street | Suite 206 |           |
| CITY    | Miami             | STATE FL  | ZIP 33155 |
| NAME    |                   |           |           |
| ADDRESS |                   |           |           |
| CITY    |                   | STATE     | ZIP       |
| NAME    |                   |           |           |
| ADDRESS |                   |           |           |
| CITY    |                   | STATE     | ZIP       |

# ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

|         |                            |       |              |
|---------|----------------------------|-------|--------------|
| NAME    | James Katz                 |       |              |
| ADDRESS | 6880 SW 44 Stree Suite 206 |       |              |
| CITY    | Miami                      | STATE | FL ZIP 33155 |
| NAME    |                            |       |              |
| ADDRESS |                            |       |              |
| CITY    |                            | STATE | ZIP          |
| NAME    |                            |       |              |
| ADDRESS |                            |       |              |
| CITY    |                            | STATE | ZIP          |

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 4 day of January, 19 99.

  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)

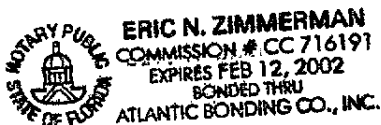
STATE OF FLORIDA )  
 )  
 COUNTY OF DADE ) SS

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

James Katz  
 known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 26<sup>th</sup> day of January, 19 99.

(Notary Seal)



(Notary Public, State of Florida at Large)

My Commission expires:

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

FILED

99 JAN 26 AM 8:49

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Jade Financial Management Corp

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, 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 6880 SW 44 Street Suite 206

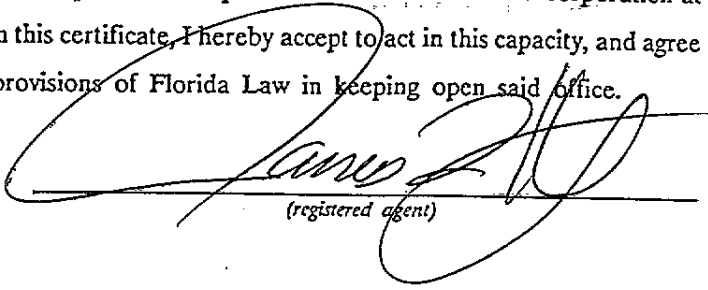
Miami, FL 33155

has named James Katz

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

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at  
the place designated in this certificate, I hereby accept to act in this capacity, and agree  
to comply with the provisions of Florida Law in keeping open said office.

  
(registered agent)