

P99000052178

GARY ONORATI & ASSOCIATES, P.A.

ACCOUNTANTS

767 So. State Rd 7
Suite 13
Margate, Fl 33068
(954) 978-9582

May 7, 1999

Corporate Records Bureau or
Division of Corporations
Department of State
409 E Gaines St.
PO Box 6327
Tallahassee, Fl 32399

Capital Connection Inc
417 E Virginia St #1
Tallahassee, Fl 32301
1-800-342-8062
904-224-8870 off
904-222-1222 fax

RE: ARTICLES OF INCORPORATION
SUCCESS RESOURCE GROUP, INC.

700002896867--8

-08/07/99--01126--006

*****78.75 *****78.75

GENTLEMEN:

Enclosed herewith are the articles of Incorporation together with a copy of said Articles for **SUCCESS RESOURCE GROUP, INC.** and a check in the amount of \$106.75 for the payment of the following fees:

Filing Fee	\$ 35.00
Registered Agent	35.00
Certified Copy Fee	8.75
Total (first 8 pages)	\$ 78.75
Capital Connection Fee	0
Total due	\$ 78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

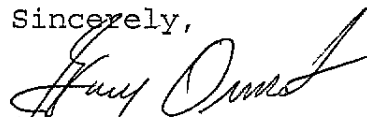
99 JUN -7 AM 2:02

FILED

Please send copies of all correspondence to the above name and address.

Thank you for your kind attention to this matter. If you have any questions, concerning the foregoing, please do not hesitate to call this office.

Sincerely,


Gary Onorati,
Accountant

T. SMITH JUN 09 1999

FILED

99 JUN -7 PM 2:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SUCCESS RESOURCE GROUP, INC.

The undersigned, acting as the Incorporator of a Corporation organized under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be:

SUCCESS RESOURCE GROUP, INC.

The principal place of business of this corporation shall be:

767 So State Rd 7 Suite 13 Margate FL 33068

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, each share having a par value of ONE DOLLAR PER SHARE (\$1.00).

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V - CAPITAL

The amount of capital with which the corporation will begin business will be not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this Corporation shall be:

767 So State Rd 7 Suite 13, Margate, Fl 33068

and the name of the initial registered agent of this Corporation at that address is:

Gary Onorati

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

This Corporation shall have one Directors and Officer initially. The number of Directors and Officers may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial Directors and Officers of this Corporation are:

1. A.M. Gilder-Pace
1931 Lyons Rd #304, Coconut Creek, Fl 33063
Director / President/ Secretary/ Treasurer

ARTICLE VIII - INCORPORATORS

The name and street address of the subscriber to these Articles of Incorporation is:

1. A.M. Gilder-Pace
1931 Lyons Rd #304 Coconut Creek, FL 33063


ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to full extent permitted by law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREFORE, the undersigned subscriber has executed these Articles of Incorporation, on this day :
May 7, 1999


A.M. Gilder-Pace
Incorporator

STATE OF FLORIDA)
SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in and for the State and County set forth above, personally appeared A.M. Gilder-Pace known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledge before me that they executed the same for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, on this day: May 7, 1999


NOTARY PUBLIC,
State of Florida, at Large

My Commission Expires



Carol M. Dizazzo
MY COMMISSION # CC603396 EXPIRES
November 21, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

In Pursuance of Chapter 607.325, Florida Statutes, the
following is submitted in compliance with said Act:

BE IT KNOWN THAT:

FIRST: That SUCCESS RESOURCE GROUP, INC. desiring to organize
or qualify under the laws of the State of Florida, with its
principal offices as indicated in the Articles of
Incorporation, at 767 So State Rd 7 Suite 13, has named
Gary Onorati located at 767 So State Rd 7 Suite 13, Margate,
FL 33068 as its agent to accept Service of Process within
Florida.

ACKNOWLEDGMENT

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 I
further agree to comply with the provisions of said Act
relative to keeping open said office.

DATED on this day: May 7, 1999

By: 

Gary Onorati
Registered Agent

FILED
99 JUN -7 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA