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**FLORIDA PROFIT CORPORATION OR P.A.****Medallion Capital Corp.**

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GALLISON CASE

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ARTICLES OF INCORPORATION  
OF  
MEDALLION CAPITAL CORP.

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the Laws of the State of Florida:

ARTICLE I. NAME

The name of the corporation shall be MEDALLION CAPITAL CORP.

ARTICLE II-- DURATION

The corporation shall have perpetual existence.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of engaging in any activity or business permitted under the Laws of the United States or of this State.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock with a par value of \$1.00 per share.

ARTICLE V. PRINCIPAL OFFICE,  
INITIAL REGISTERED OFFICE AND AGENT

The street address in this State of the Principal Office of the corporation is Suite 211, 3450 Northlake Blvd., Palm Beach Gardens, FL 33403. The name and address of the Initial Registered Agent is G. Steven Brannock, 1800 So. Australian Ave., Ste. 402, West Palm Beach, FL 33409.

ARTICLE VI-- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

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MEDALLION CAPITAL CORP.  
Articles of Incorporation  
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The name and address of the Initial Director is:

Christopher O'Brien  
Suite 211  
3450 Northlake Blvd.  
Palm Beach Gardens, FL 33403


ARTICLE VII-- INCORPORATOR

The name and address of the person signing these Articles is G. Steven Brannock,  
1800 So. Australian Ave., Ste. 402, West Palm Beach, FL 33409.

IN WITNESS WHEREOF, I have made and subscribed these Articles this 10th  
day of September, 1999.

  
G. Steven Brannock

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT AS SET  
FORTH IN THESE ARTICLES OF INCORPORATION.

  
G. Steven Brannock

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