

P99000102218

TRANSMITTAL LETTER

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

SUBJECT: N.Z.I FINANCIAL GROUP, INC.
(Proposed corporate name-must include suffix)

800003050178--9
-11/19/99--01090--004
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check or money order for:

COST
\$78.75

Filing Fee
& Certificate

From: Michael Nicol

8700 N. Sherman Cir. #507
Address

Miramar, FL 33025
City, State, Zip

(954) 443-6491
Daytime Telephone Number

FILED
1999 NOV 19 AM 9 48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 23 1999

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

N.Z.I Financial Group, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**8700 N. Sherman Circle # 507
Miramar, FL 33025**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

The maximum number of shares that this corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) of common stock, each share having the par value of ONE DOLLAR (\$1.00).

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Michael Nicol
8700 N. Sherman Circle # 507
Miramar, FL 33025**

ARTICLE V INCORPORATORS(S)
See instructions for officers/directors

The names(s) and street address(es) of the incorporators is (are):

Michael Nicol
8700 N. Sherman Circle # 507
Miramar, FL 33025

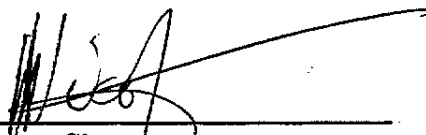
Mike Zein
2508 N. 38 Ave
Hollywood, FL 33021

Ariel Iglesias
3551 SW 11th Street # 3
Miami, FL 33135


The undersigned incorporator(s) has (have) executed these articles of incorporation this

1 day of November, 1999.


(An additional article must be added if an effective date is requested.)



Signature



Signature



Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS 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 corporation is:

N.Z.I Financial Group, Inc.

2. The name and address of the registered agent and office is:

**Michael Nicol
8700 N. Sherman Circle # 507
Miramar, FL 33025**

Having been named as 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 statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)


(DATE)