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SIR  TAX

Accounting, Consulting, IRS Representation, & Strategic Tax Planning.

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R. Kevin Cross, E.A.,
- Enrolled Agent, Accountant,
Tax Specialist, & Financial
Counselor & Advisor.

- R. Kevin Cross, E.A. &
Steven R. Danielson E.A. - are
enrolled to represent taxpayers
before the Internal Revenue Service.

Steven R. Danielson, E.A.,
- Enrolled Agent, Accountant,
Certified Quickbooks Pro Advisor,
& Member NASD & SIPC

19 September, 2001

Department of State
Division of Corporations
Attn.: New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

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-09/21/01--01043--007
*****78.75 *****78.75

SUBJECT: WM. MOBLEY MCCLELLAN, PA.

Dear Sirs:

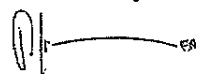
Please incorporate the above referenced corporation effective September 17th, 2001, and mail filed articles to:

William Mobley McClellan
401 Riviera Isle Drive Apt 404
Fort Lauderdale, FL 33301

Enclosed is an original and one copy of the articles of incorporation and a check for \$78.75 (to include the filing fee and a certified copy of the articles).

Thank you for your continued assistance in these matters.

Sincerely,



R. Kevin Cross, E.A.
Accountant & Tax Consultant.

FILED
01 SEP 21 PM 12:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RKC/WM. Mobley McClellan, PA.
LETCORP.DOC

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ARTICLES OF INCORPORATION
OF
WM. MOBLEY MCCLELLAN, PA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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: **WM. MOBLEY MCCLELLAN, PA**

The principal place of business of this corporation shall be:
401 RIVIERA ISLE DRIVE APT. 404
FORT LAUDERDALE, FL 33301

ARTICLE II - NATURE OF BUSINESS

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, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: One hundred shares common stock at NO par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually, effective SEPTEMBER 17, 2001

ARTICLE V - OFFICERS & DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is:

WILLIAM MOBLEY MCCLELLAN
PRESIDENT
401 RIVIERA ISLE DRIVE APT 404
FORT LAUDERDALE, FL 33301

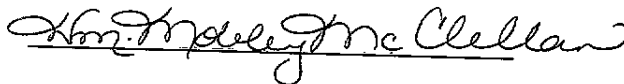
ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these articles of incorporation is:

WILLIAM MOBLEY MCCLELLAN
401 RIVIERA ISLE DRIVE APT 404
FORT LAUDERDALE, FL 33301

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this first day of July, 2001.

Signature of Incorporator



STATE OF FLORIDA.
COUNTY OF BROWARD.

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE Pursuant to the provisions of the 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.

The name of the corporation is:

WM. MOBLEY MCCLELLAN, PA

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

**R. Kevin Cross, E.A.
801 SOUTH FEDERAL HIGHWAY, HOLLYWOOD, FL 33020**

SIGNATURE *Wm. Mobley McClellan* (Corporate Officer)
TITLE: PRESIDENT
DATED: SEPTMEBER 1, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF THE FLORIDA STATUTES.

SIGNATURE *[Signature]* (Registered Agent)
DATED: SEPTEMBER 17, 2001

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED