

998000107032

TRANSMITTAL LETTER

November 6, 1998

NATIONAL BENEFITS ALLIANCE CORP.
440 South Federal Hwy #109, Deerfield Beach, FL 33441

For first class mail delivery:

For overnight delivery:

DEPARTMENT OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee
Florida 32314-6327
(904) 487 - 6052

DEPARTMENT OF STATE
Division of Corporations
409 E Gaines Street
Tallahassee
Florida 32399
(904) 487 - 6052

98 DEC 23 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

JUDGE PROBATE OFFICE
PO Box 557
Brewton
Alabama 36427

DEPARTMENT OF STATE
State Capitol
Austin
Texas 78711
(512) 463 5555

SUBJECT: NATIONAL BENEFITS ALLIANCE CORP.

300002720213--1
-12/23/98--01012--020
*****78.75 *****78.75

Enclosed are two originals of the Articles of Incorporation and check for \$ \$78.75 made payable to the State of Florida.

FILING FEE + CERTIFICATE OF STATUS

The Registered Agent is Diana K Tuel
256 S W 6th Street
Boca Raton
Florida 33432

Thank you for your prompt attention to this matter.

DEC 24 1998

SHARON

encl: Check
2 Original Articles of Incorporation

ARTICLES OF INCORPORATION

THE STATE OF FLORIDA)
COUNTY OF BROWARD) KNOW ALL MEN BY THESE PRESENTS :

That the undersigned, natural person(s) of the age of at least eighteen (18) years, acting as Incorporator(s) of a Corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation for such Corporation, to wit:

ARTICLE I

The name of this corporation is NATIONAL BENEFITS ALLIANCE CORP.

ARTICLE II

The period of duration of this corporation shall be perpetual.

ARTICLE III

The purposes for which this Corporation is organized include all legal purposes for which a Corporation may be organized in Florida.

ARTICLE IV

The aggregate number of shares which the corporation shall have the authority to issue is 10,000 shares. The shares shall have a par value of \$ 1.00.

ARTICLE V

The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of \$ 1,000.00.

ARTICLE VI

The street address of the registered office, and principal office of the Corporation is 440 South Federal Hwy #109, Deerfield Beach, FL 33441, and the name of the registered agent at said address is Diana K Tuel.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Diana K. Tuel Registered Agent

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The number of directors constituting the initial Board of Directors of this corporation is two and the name and address of the person(s) who is to serve as director(s) until the first annual meeting of the shareholders, or until their successors are elected and qualified, is as follows :

NAME	ADDRESS
Edward C Newbauer	2751 N E 52nd Street Lighthouse Point Florida 33064
Diana K Tuel	256 S W 6th Street Boca Raton Florida 33432

The name and address of the incorporator(s) is as follows :

NAME	ADDRESS
Edward C Newbauer	2751 N E 52nd Street Lighthouse Point Florida 33064
Diana K Tuel	256 S W 6th Street Boca Raton Florida 33432

WITNESS OUR HANDS this the November 6, 1998

Edward C Newbauer

Edward C Newbauer
Incorporator

Diana K Tuel

Diana K Tuel
Incorporator

THE STATE OF Florida)
COUNTY OF Broward)

Before me, the undersigned authority, on this day personally appeared Edward C Newbauer, Diana K Tuel known to me to be the person(s) whose name(s) are subscribed to the foregoing instrument and, being by me first duly sworn severally declares that they are the person(s) who signed the foregoing document as incorporator(s) and that the statements contained therein are true.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this

Sheri Cochrane
Notary Public

