

November 6, 1998

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

For first class mail delivery:

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

JUDGE PROBATE OFFICE PO Box 557 Brewton Alabama 36427

For overnight_delivery:

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

(512) 463 5555

DEPARTMENT OF STATE State Capitol Austin Texas 78711

SUBJECT: NATIONAL BENEFITS ALLIANCE CORP.

300002720213---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 on 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 Hway #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.

Quana K. Yuel Registered Agent

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 Strēet 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

Incorporator

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

Notary Public

