

N9900000 3987

MICHAEL J. MELLA, ESQUIRE
7301A WEST PALMETTO PARK ROAD, SUITE 305C
BOCA RATON, FLORIDA 33433
(561) 391-0113
(561) 391-7022 (FAX)

June 25, 1999

Secretary of State
Divisions of Corporations
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32314

Re: Omega Trust, Inc.

500002916765--2
-06/28/99--01058--004
****122.50 *****78.75

Dear Sir:

Enclosed herein please find an original and two copies of the Articles of Incorporation of the above referenced corporation.

I have enclosed my check for \$122.50.00 for your fees.

Kindly return to me a filed copy in the self addressed stamped envelope enclosed.

Thank you for your cooperation.

Very truly yours,

Michael J. Mella

MJM/ay
Encl.

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99 JUN 28 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

OMEGA TRUST, INC.
a corporation not for profit

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ARTICLE I-NAME

The name of the corporation is OMEGA TRUST, INC.
a corporation not for profit.

ARTICLE II-PRINCIPAL OFFICE

The mailing address of this corporation shall be:
7301A W Palmetto Park Road, Suite 305C, Boca Raton, FL 33433

ARTICLE III-PURPOSE

The purpose of this corporation is to arrange for the
consolidation of debts.

ARTICLE IV-QUALIFICATION OF MEMBERS

The qualification for membership shall be determined by
the by-laws.

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall
be, 7301A West Palmetto Park Road, Suite 305C, Boca Raton,
Florida 33433, and the initial registered agent of the
corporation at such office shall be MICHAEL J. MELLA,
ESQUIRE, who upon accepting this designation agrees to
comply with the provisions of Section 48.091, Florida
Statutes as amended from time to time, with respect to
keeping an office open for service of process.

ARTICLE VI-INCORPORATOR

The name and street address of the person signing these
Articles of Incorporation as the Incorporator is:

Name	Address
Michael J. Mella	7301A West Palmetto Park Road Suite 305C Boca Raton, FL 33433

ARTICLE VII-INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three (3) members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in case shall the number of directors be less than three (3). The names and addresses of the directors constituting the initial Board of Directors are:

Name	Address
Michael J. Mella	7301A West Palmetto Park Road Suite 305C Boca Raton, FL 33433
Anthony Pappas	10311 Crosswind Road Boca Raton, FL 33498
Philip Lourie	9029 S. W. 1st. Street Boca Raton, FL 33428

ARTICLE VIII-BOARD OF DIRETORS ELECTIONS

The Board of Directors shall be elected by the membership at each annual meeting of the members.

ARTICLE IX-OFFICERS

The legal affairs of the corporation shall be managed by the officers who shall be elected at the annual meeting each year to serve for the ensuing year. The officers of the corporation shall serve until their respective successors in office shall be elected and duly qualified.

ARTICLE X-REVENUE

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make [payments and distributions in furtherance of the purposes set forth in Article III hereof. The corporation shall not in any way, directly or indirectly, carry on propaganda or otherwise attempt to influence legislation or participate or intervene in any political campaign on behalf of any candidate for public office, by publishing or distributing statements or otherwise. Notwithstanding any other provisions of these Articles, the corporation shall not

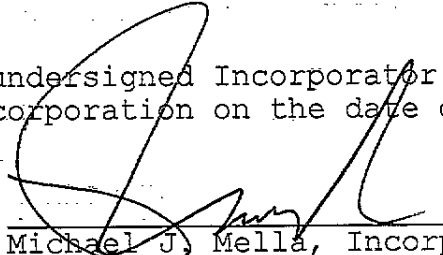
carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law).

ARTICLE XI-DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed by the Circuit Court of the County in which the principal office is located, exclusively for such purposes or to determine, which are organized and operated exclusively for such purpose.

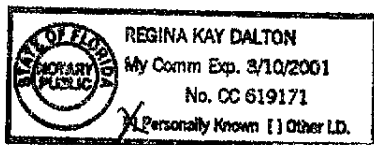
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: March 18, 1999


Michael J. Mella, Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH) SS:

The foregoing Articles of Incorporation of OMEGA TRUST, INC. a corporation not for profit, were acknowledged before me this 18 day of March, 1999, by Michael J. Mella, as incorporator.




Notary Public of Florida

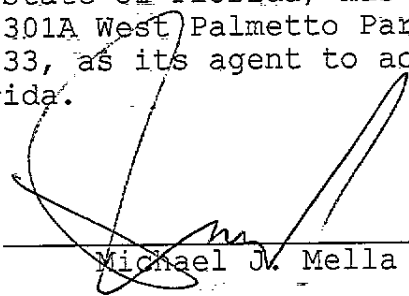
CERTIFICATE FOR SERVICE OF PROCESS

Certificate for designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Omega Trust, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Michael J. Mella, located at 7301A West Palmetto Park Road, Suite 305C, Boca Raton, FL 33433, as its agent to accept service of process within Florida.

Dated: March 18, 1999

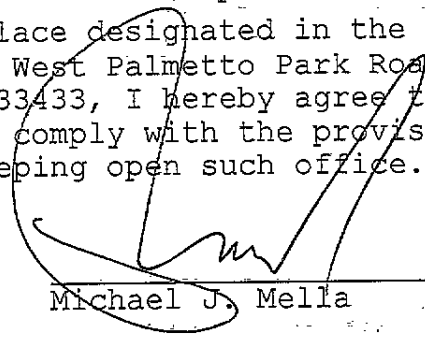


Michael J. Mella

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Omega Trust, Inc. at the place designated in the Articles of Incorporation, 7301A West Palmetto Park Road, Suite 305C, Boca Raton, Florida 33433, I hereby agree to act in this capacity, and I agree to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: March 18, 1999



Michael J. Mella

99 JUN 28 PM 3:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED