THE UNITED STATES **CORPORATION** COMPANY

ACCOUNT NO. : 07210000032

REFERENCE :

545837

COST LIMIT : \$ PRE-PAID

ORDER DATE: January 10, 2000

ORDER TIME: 11:27 AM

ORDER NO. : 545837-005

CUSTOMER NO: 127826A

CUSTOMER: Fran R. Barrett, Esq

BARRETT & BARRETT, P.A. BARRETT & BARRETT, P.A.

Suite C-102

4300 North University Drive

Lauderhill, FL 33351

DOMESTIC FILING

NAME:

ASPEN FINANCIAL MANAGEMENT,

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Carrie Vaught

EXAMINER'S INITIALS:



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ARTICLES OF INCORPORATION

SECRETARY OF STATE
DIVISION OF CORPORATIONS

OO JAN 10 PM 2: 54

ARTICLE I - NAME

The name of this Corporation is ASPEN FINANCIAL MANAGEMENT, INC. whose principal place of business is 7591 NW 3RD CT.

PLANTATION, FLORIDA 33317.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7591 NW 3rd CT. PLANTATION, FLORIDA 33317 and the name of the initial registered agent of this corporation is DOUGLAS GIGNAC.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have 1 Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name(s) and address(es) of the initial Board of Directors of this

corporation is (are):

NAME

ADDRESS

DOUGLAS GIGNAC

7591 NW 3RD CT.

PLANTATION, FLORIDA 33317

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME

ADDRESS

DOUGLAS GIGNAC

7591 NW 3RD CT. PLANTATION, FLORIDA 33317

ARTICLE IX - INDEMNIFICATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of

Subscriber DOUGLAS GIGNAC
Subscriber
Subscriber

Subscriber

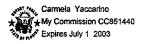
STATE OF FLORIDA COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DOUGLAS GIGNAC known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this day of

Carmela Hackarina Notary Public

My Commission Expires:



CERTIFICATE 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 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT ASPEN FINANCIAL MANAGEMENT, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF PLANTATION STATE OF FLORIDA, HAS NAMED DOUGLAS GIGNAC LOCATED AT 7591 NW 3RD CT. AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

> SIGNATURE (Corporate Officer) DOUGLAS GIGNAC TITLE: President

DATE :

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 PERFORMANCE OF MY DUTIES.

> SIGNATURE (Resident Agent) DOUGLAS GIGNAC DATE _____/3/00