

* JOHN F. McGUIRE, ESQ.
ELYSE M. McGUIRE, ESQ.
**JOHN A. SMITTEN, ESQ.
JOHN D. HARRINGTON, ESQ.

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OFFICES
A Professional Association

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* ALSO LICENSED IN MICHIGAN
**ALSO LICENSED IN FLORIDA

P000000016278

February 7, 2000

State of Florida Dept. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000003131490--9
-02/10/00--01090--018
*****78.75 *****78.75

Re: King Financial Services, Inc.

To Whom it May Concern:

Enclosed please find my client's articles of incorporation and filing fee of \$78.75. Please return a certified copy of the articles, using the enclosed envelope. Thank You.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 10 AM 7:34

Sincerely,

James A Lugo,
Paralegal for John F. McGuire

Enc/jal

g 2/10/00

00 FEB 10 AM 7:34

**ARTICLES OF INCORPORATION
OF
KING FINANCIAL SERVICES, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

KING FINANCIAL SERVICES, INC.

The principal place of business of this corporation shall be 25400 US Hwy 19 North, Suite 156, Clearwater, Florida 33763.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 25400 US Hwy 19 North, Suite 156, Clearwater, Florida 33763, and the name of the initial registered agent of the corporation at that address is Stephen A. King.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. DIRECTOR

The number of directors constituting the initial Board of Directors shall be one, and the names and address of the person who is to serve is: Stephen A. King, 25400 US Hwy 19 N., Suite 156, Clearwater, FL 33763.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:
Stephen A. King, 25400 US Hwy 19 N., Suite 156, Clearwater, FL 33763.

IN WITNESS WHEREOF, the undersigned authorized agent of KING FINANCIAL SERVICES, INC. hereunto set his hand and seal of KING FINANCIAL SERVICES, INC., on this 4th day of February, 2000.

KING FINANCIAL SERVICES, INC.

By: _____

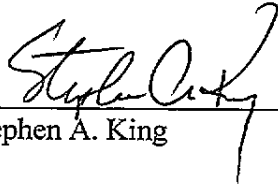
Stephen A. King

DESIGNATION OF REGISTERED AGENT
AND ACCEPTANCE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 FEB 10 AM 7:34

The initial Registered Agent is Stephen A. King at 25400 US Hwy 19 North, Suite 156,
Clearwater, Florida 33763. By his signature below he hereby accepts.



Stephen A. King

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument ~~was acknowledged~~ before me on this 4th day of February, 2000
by Stephen A. King who is personally known to me or who produced _____ as
identification.



Elyse M McGuire
My Commission CC793130
Expires November 24, 2002



Notary Public