

P000000042269 TELCOR FINANCIAL CENTERS

P. O. BOX 14633
NORTH PALM BEACH, FL. 33408

Telephone (561) 845-8198
Fax (561) 842-3618

April 25, 2000

Secretary of State
Corporation
409 East Gain Street
Tallahassee, FL 32399

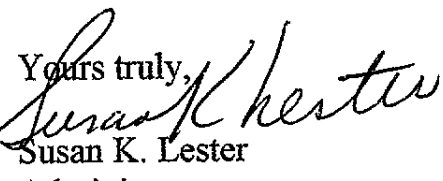
800003225098--9
-04/26/00--01072--009
*****78.00 *****78.00

Attached please find the following information:

1. Article of Incorporation – TELCOR Financial Centers
2. Filing Fee \$78.00 includes \$8.00 for certified copy.
3. Return Federal Express Envelope.

FILED
00 APR 26 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you, if you have any questions, please give us a call at (561) 845-8198.

Yours truly,

Susan K. Lester
Administrator

Mr. Lester GAVE
AUTHORIZATION BY PHONE TO
CORRECT SUFFIX
DATE 4-27-00
DOC. EXAM 7c

APR 27 2000

ARTICLES OF INCORPORATION OF

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties, and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

TELCOR Financial Centers *INC.*

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz.:

- (1) Transact any and all lawful business.
- (2) Said Corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR 26 AM 9:21

FILED

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenience to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute S607.014;

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 1,000 shares, having no par value.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

David C. Rabbitt
100 Lehané Terrace, #9
North Palm Beach, FL 33408

ARTICLE VII

The address of the principal office of this corporation is:

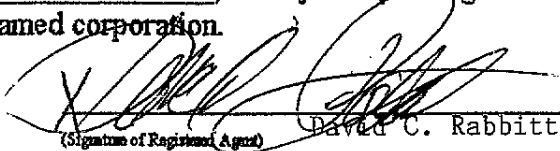
100 Lehané Terrace, #9
North Palm Beach, FL 33408

I, the undersigned incorporator, have executed these Articles of Incorporation this
13th day of April, 2000

(Signature of incorporator)

David C. Rabbitt

I, David C. Rabbitt, hereby accept designation as
Registered Agent for the above named corporation.


(Signature of Registered Agent) David C. Rabbitt

FILED

00 APR 26 AM 9:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA