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ACCOUNT NO. : 072100000032

REFERENCE : 708483 82563A

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 24 PM 2:53

ORDER DATE : May 24, 2000

ORDER TIME : 10:45 AM

ORDER NO. : 708483-005

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CUSTOMER NO: 82563A

CUSTOMER: Gregory L. Gresham, Esq
GREGORY L. GRESHAM, ESQ
GREGORY L. GRESHAM, ESQ
Suite 10
7777 131st Street, North
Seminole, FL 33776

DOMESTIC FILING

NAME: EQUITY SOLUTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

RECEIVED
00 MAY 24 PM 12:17
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

g 5/24/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
EQUITY SOLUTIONS, INC.

00 MAY 24 PM 2: 53

ARTICLE I

NAME: The name of this corporation is

EQUITY SOLUTIONS, INC.

ARTICLE II

DURATION: This corporation shall have perpetual duration.

ARTICLE III

PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue 10,000 shares of one class of shares at a value of \$1.00 per share, which shall be designated as "Common Shares."

ARTICLE V

PREEMPTIVE RIGHTS: Every shareholder, upon the issue or sale of any new shares of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VI

CORPORATION PRINCIPAL OFFICE: The principal office address and the mailing address of this corporation are:

7777 - 131st Street N., Suite 10
Seminole, Florida 33776

ARTICLE VII

INITIAL REGISTERED AGENT AND OFFICE: The name of the initial registered agent and the street address of the initial registered office of this corporation are:

Gregory L. Gresham
7777 – 131st Street N., Suite 10
Seminole, Florida 33776

ARTICLE VIII

INITIAL BOARD OF DIRECTORS: This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Director Name	Address
Jerry M. Reed	7777 – 131 st Street N., Suite 10 Seminole, Florida 33776

ARTICLE IX


INCORPORATOR: The name and address of the persons signing these Articles is:

Gregory L. Gresham
7777 – 131st Street N., Suite 10
Seminole, Florida 33776

ARTICLE X

BYLAWS: The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders. The Board of Directors shall not have the power to alter, amend or repeal any bylaw adopted by the shareholders, if the shareholders shall so designate in adopting, altering or amending a Bylaw.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of May, 2000.



Gregory L. Gresham

**STATE OF FLORIDA
COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this 23rd day of May, 2000, by Gregory L. Gresham, who personally appeared before me at the time of notarization, and who is personally known to me.

NOTARY PUBLIC - STATE OF FLORIDA



Sign: Marion M. English
Print: Marion M. English
Address: 7777 - 131st Street N., Suite 10
Seminole, FL 33776

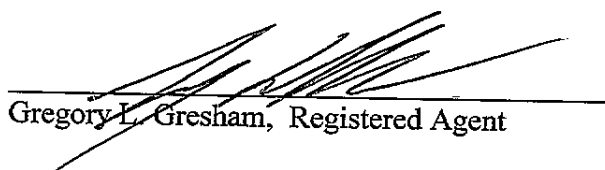
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

That EQUITY SOLUTIONS, INC., desiring to organize under the laws of the State of Florida, with its principal office at 7777 – 131st Street N., Suite 10, Seminole, Florida 33776, has named Gregory L. Gresham, 7777 – 131st Street N., Suite 10, Seminole, Florida 33776, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with Florida law relative to keeping the designated office open.



Gregory L. Gresham, Registered Agent

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00 MAY 24 PM 2:53