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LAW OFFICES
ENGLISH, McCAUGHAN & O'BRYAN, P.A.

120 EAST PALMETTO PARK ROAD
SUITE 450
BOCA RATON, FLORIDA 33432-6090

TELEPHONE (561) 347-1700
FACSIMILE (561) 391-9944

FORT LAUDERDALE OFFICE
100 NORTHEAST THIRD AVENUE
SUITE 1100
FORT LAUDERDALE, FL 33301-1146

TELEPHONE (954) 462-3300
FACSIMILE (954) 763-2439

C. J. WAHRMAN III, J.D., LL.M.

June 14, 2000

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

FILED
JUN 16 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Our File No. 21901-55617
Moneuse Holdings, Inc.

400003294084--9
-06/16/00--01063--002
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed for filing is the Articles of Incorporation of Moneuse Holdings, Inc. (original and copy), together with check No.137598 in the amount of \$78.75 representing the filing fee, the cost of a certified copy and the fee for a registered agent designation. Upon completion of the filing process, please return a certified copy of the articles of incorporation to this office in the enclosed pre-addressed envelope. If you have any questions, please do not hesitate to contact me. Thank you for your attention to this matter.

Very truly yours,

C. J. Wahrman III

C. J. Wahrman III

CJW/jk
Enclosures

cc: Paul J. Moneuse, Jr.

D. BROWN JUN 21 2000

ARTICLES OF INCORPORATION

OF

**MONEUSE HOLDINGS, INC.
a Florida Corporation**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is MONEUSE HOLDINGS, INC. and the principal place of business is 6589 NW 72nd Place, Parkland, FL 33067 and the mailing address of the Corporation is P. O. Box 970558, Coconut Creek, FL 33097.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 6589 NW 72nd Place, Parkland, FL 33067, and the name of the initial Registered Agent of the Corporation at that address is Paul J. Moneuse, Jr.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have four (4) Directors to hold office until the first Annual Meeting of Shareholders and the successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be fewer than one (1). The names and addresses of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Paul J. Moneuse, Sr.	200 Blue Lake Drive Longwood, FL 32779
Paul J. Moneuse, Jr.	6589 NW 72nd Place Parkland, FL 33067
Christopher C. Moneuse	524 Lyons Lane Longboat Key, FL 34228
Lisa A. Safford	400 Fox Valley Drive Longwood, FL 32779

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
Paul J. Moneuse, Jr.	6589 NW 72nd Place Parkland, FL 33067

ARTICLE VII

AMENDMENTS

The Board of Directors of the Corporation may propose amendments to these Articles of Incorporation for submission to the Shareholders, and the Shareholders entitled to vote on such amendments must approve such amendments. Notwithstanding the foregoing, the Board of Directors may adopt amendments to the Articles of Incorporation without Shareholder action as provided for in the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14 day of JUNE, 2000.

Paul J. Moneuse, Jr.
Paul J. Moneuse, Jr., Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for MONEUSE HOLDINGS, INC. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date: JUNE 14, 2000

By: Paul J. Moneuse, Jr.
Paul J. Moneuse, Jr.,
Initial Registered Agent

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TALLAHASSEE, FLORIDA