

P00000066392



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 759125 7112263

AUTHORIZATION :

Patricia Pigeto

COST LIMIT : \$ 78.75

ORDER DATE : July 11, 2000

ORDER TIME : 12:37 PM

ORDER NO. : 759125-005

700003319967--3

CUSTOMER NO: 7112263

CUSTOMER: Ms. Toby Simon
Bond Accounting & Income Tax
Service
Suite 101a
8551 West Sunrise Boulevard
Plantation, FL 33322

DOMESTIC FILING

NAME: CHELSEA FINANCIAL GROUP INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 11 PM 2:13

RECEIVED
00 JUL 11 PM 1:38
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
CHELSEA FINANCIAL GROUP INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUL 11 PM 2:13

The Undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation is: CHELSEA FINANCIAL GROUP INC.

ARTICLE II

DURATION

This corporation shall have perpetual existence unless dissolved pursuant to law and shall commence business as of the date of filing of these Articles of Incorporation.

ARTICLE III

PURPOSE

This corporation may engage in any activity of business permitted under the laws of the State of Florida, its primary purpose to be: Financial Services.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 Par Value common stock.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock 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 (as nearly as can be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation is: 8551 West Sunrise Boulevard, Suite 101A, Plantation, Florida 33322

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 8551 West Sunrise Boulevard, Suite 101A, Plantation, Florida 33322, and the name of the initial registered agent of this corporation at this address is Toby Simon.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors are: Toby Simon, 8551 West Sunrise Boulevard, Suite 101A, Plantation, FL 33322

INCORPORATOR

The names and addresses of the persons signing these Articles: Toby Simon, 8551 West Sunrise Boulevard, Suite 101A, Plantation, FL 33322.

ARTICLE X

BY-LAWS

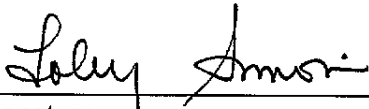
The power to adopt, alter amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI

AMMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Stockholders is subject to this reservation.

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 10 day of July, 2000.



Signature

Toby Simon
Registered Agent

Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUL 11 PM 2:13

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: CHELSEA FINANCIAL GROUP INC.
2. The name and address of the registered agent and office is:

Toby Simon
8551 West Sunrise Boulevard, Suite 101A
Plantation, Florida 33322

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept this appointment as registered agent and agree to comply with the provisions of all statutes 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.