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SHALLOWAY & SHALLOWAY, P.A.
A T T O R N E Y S A T L A W

1400 CENTREPARK BOULEVARD
SUITE 700
WEST PALM BEACH, FLORIDA 33401-7419

C. MICHAEL SHALLOWAY *
G. MARK SHALLOWAY * †

*FLORIDA BAR BOARD CERTIFIED
ELDER LAW ATTORNEY

†CERTIFIED AS AN ELDER LAW ATTORNEY
BY THE NATIONAL ELDER LAW FOUNDATION

July 7, 2000

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

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-07/10/00--01133--006
*****78.75 *****78.75

Re: New Corporation- S&S Financial Services, Inc.

Dear Sirs:

Enclosed is our original and one copy of the Articles of Incorporation for S&S Financial Services, Inc. We are also enclosing the fees to open this corporation as follows:

Filing fee For Profit Corporation	\$35.00
Registered Agent Designation	35.00
One Certified Copy of Articles	8.75
Total	\$78.75

FILED
JUL 10 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Also enclosed is a stamped self-addressed enveloped for the return of the requested documents.

Please call if you need any additional information to process these documents. Thank you.

Sincerely,

Carol Goldberg
Certified Legal Assistant

enclosures

f:\docs\S&S.wpd

Handwritten: 7-200
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ARTICLES OF INCORPORATION
OF
S&S FINANCIAL SERVICES, INC.

FILED
00 JUL 10 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, do hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is S&S FINANCIAL SERVICES, INC.

ARTICLE II

The street address of the principal office of the Corporation is 1201 Belvedere Road, West Palm Beach, Florida 33405.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares with a par value of \$1.00 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is 1400 Centrepark Blvd, Suite 700, West Palm Beach, FL 33401 (561) 686-6200. The initial registered agent for the Corporation at that address is G. Mark Shalloway.

ARTICLE V

The initial board of directors shall consist of two members. The names and address of the persons who will serve on the initial board of directors are:

Name	Address
C. Michael Shalloway	c/o Grassy Pond Farm 5270 Colbright Road Lake Worth, FL 33463
G. Mark Shalloway	118 Satinwood Lane Palm Beach Gardens, FL 33410

ARTICLE VI

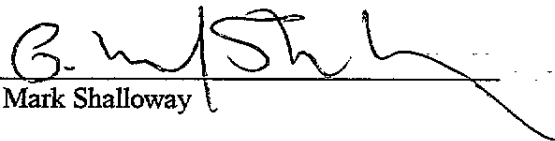
The names and street addresses of the persons signing these articles of incorporation are:

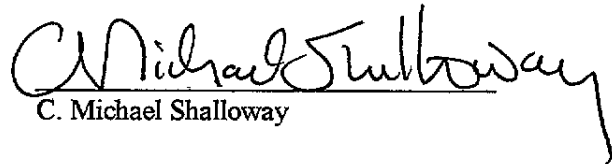
Name	Address
C. Michael Shalloway	c/o Grassy Pond Farm 5270 Colbright Road Lake Worth, FL 33463
G. Mark Shalloway	118 Satinwood Lane Palm Beach Gardens, FL 33410

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16 day of June, 2000.


G. Mark Shalloway


C. Michael Shalloway

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for S&S FINANCIAL SERVICES, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


G. Mark Shalloway

Date: 6-20-00

FILED
00 JUL 10 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA