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Law Office of
SCOTT BROWN, P.A.
Professional Association

605 South Boulevard
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August 8, 2000

Department of State
Div. of Corporations – Attn. New Filings
409 East Gaines Street
Tallahassee, Fl. 32399

VIA FEDEX

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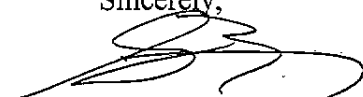
Re: SFG Capital Advisors, Inc., a Florida corporation

Dear Madam or Sir:

Enclosed is one (1) original and one (1) copy of the Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of \$70.00 for the filing fee and registered agent designation for the above corporation. Please file and return a file-stamped copy to my attention at the above address.

Please give me a call should you have any questions.

Sincerely,



Scott Brown, Esquire

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-15

**ARTICLES OF INCORPORATION OF
SFG CAPITAL ADVISORS, INC.**

I, the undersigned, hereby make, subscribe, acknowledge and file with the Florida Secretary of State these Articles of Incorporation for the purpose of forming a for profit corporation in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be: SFG CAPITAL ADVISORS, INC.

ARTICLE II

Address

The address of the principal office and place of business of this corporation shall be:

777 S. Harbour Island Boulevard, Suite 770, Tampa, Florida 33602

ARTICLE III

Purpose: Existence of Corporation

The purpose for which this corporation is organized is to engage in any lawful business or purpose. This corporation shall have perpetual existence.

ARTICLE IV

Shares

The number of shares of stock is: 1000 shares having a \$1 par value.

ARTICLE V

Registered Agent

The name and street address of the corporation's initial registered agent is:

Henry R. Suarez
777 S. Harbour Island Boulevard
Suite 770
Tampa, Florida 33602

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TALLAHASSEE, FLORIDA

ARTICLE VI

Incorporator

The name and address of the incorporator of this corporation is:

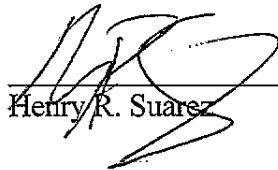
Henry R. Suarez
777 S. Harbour Island Boulevard
Suite 770
Tampa, Florida 33602

ARTICLE VII

Amendment

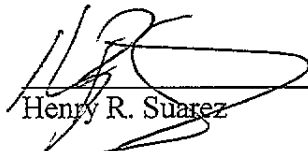
The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, or law, and all rights conferred upon the stockholders herein are subject to this reservation.

In Witness Whereof, I, the undersigned, have executed these Articles for the uses and purposes herein stated.


Henry R. Suarez

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated corporation, I hereby accept appointment as its agent and agree to act in this capacity. I further 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.


Henry R. Suarez

Date: August 8, 2000

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