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DAVID C. DOWELL

Attorney at Law

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Orlando, Florida 32861-6813

Phone (407) 620-5311 Fax (407) 521-6734

August 10, 2000

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

Re: One Forex Direct, Inc.

900003355919--7
-08/15/00--01006--004
*****70.00 *****70.00

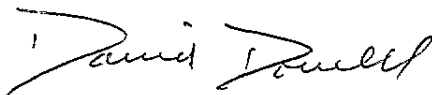
Dear Sir/Madam:

Enclosed you will find an original and one copy of the Articles of Incorporation for the above-named corporation. In addition, a money order in the sum of \$70.00 is enclosed which represents the following fees:

| | |
|----------------------|---------|
| Filing Fee | \$35.00 |
| Registered Agent Fee | \$35.00 |

Please file the original of the enclosed Articles of Incorporation and return a time-stamped copy to the undersigned attorney.

Sincerely,



David Dowell

FILED
00 AUG 14 AM 9:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T BROWN AUG 18 2000

**ARTICLES OF INCORPORATION
OF
ONE FOREX DIRECT, INC.**

FILED
00 AUG 14 AM 9:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being a natural person, does hereby act as an incorporator 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 **ONE FOREX DIRECT, INC.**

ARTICLE II

The address of the principal office of the Corporation is 1522 East Robinson Street, Orlando, Florida 32801.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 100, par value \$1.00, all of which shall be Common Shares. 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 upon all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is 1522 East Robinson Street, Orlando, Florida 32801. The initial registered agent for the Corporation at that address is David Dowell.

ARTICLE V

The initial Board of Directors shall consist of one (1) member. The name and address of the person who will serve on the initial Board of Directors is:

Name
Ashwani J. Patel

Address
1522 E. Robinson St.
Orlando, FL 32801

ARTICLE VI

The name and street address of the person signing these Articles of Incorporation is:

Name

David Dowell

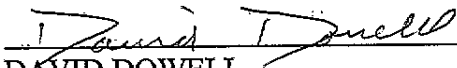
Address

1522 E. Robinson St.
Orlando, FL 32801

ARTICLE VII

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

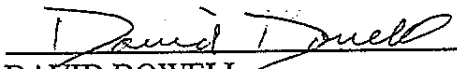
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10 day of August, 2000.



DAVID DOWELL
Incorporator of One Forex Direct, Inc.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for One Forex Direct, 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. 607.0505.



DAVID DOWELL

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TALLAHASSEE FLORIDA