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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -6 PM 4:23

ACCOUNT NO. : 072100000032

REFERENCE : 856273 7142404
Patricia Page

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : October 6, 2000

ORDER TIME : 3:01 PM

ORDER NO. : 856273-005

CUSTOMER NO: 7142404

900003417979--7

CUSTOMER: Gary M. Fernald, Esq
Gary M. Fernald, Esq

Suite One
501 South Fort Harrison Ave
Clearwater, FL 33756

DOMESTIC FILING

NAME: M.V.P. FINANCIAL, 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: Sandra Mathis - EXT. 1165
EXAMINER'S INITIALS:

RECEIVED
00 OCT -6 PM 4:23
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32399
[Signature]

ARTICLES OF INCORPORATION

OF

M.V.P. FINANCIAL, INC.

FILED
SECRETARY OF STATE
INCORPORATIONS
00 OCT -6 PM 4: 29

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be M.V.P. FINANCIAL, INC., and the principal place of business of this corporation shall be:

12051 Corporate Boulevard
Orlando, FL 32826

ARTICLE II
NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III
CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares common stock at \$1.00 par value.

ARTICLE IV
TERM OF EXISTENCE

This corporation shall exist perpetually as of the date of acceptance and filing of these Articles by the Secretary of the State of Florida.

ARTICLE V
OFFICERS DIRECTORS

This corporation shall have one (1) Director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their

successors are elected :

Michael J. Raynor
2617 Cove Cay Drive, #507
Clearwater, FL 33760

ARTICLE VI
INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Michael J. Raynor
2617 Cove Cay Drive, #507
Clearwater, FL 33760

ARTICLE VII
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

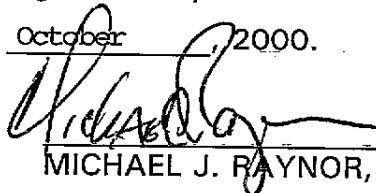
ARTICLE VIII
BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE IX
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of October, 2000.



MICHAEL J. RAYNOR, Incorporator

NOTARY ON FOLLOWING PAGE

STATE OF FLORIDA
COUNTY OF PINELLAS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The foregoing instrument was acknowledged and sworn to before me this 4th
day of October, 2000 by MICHAEL J. RAYNOR, of M.V.P. FINANCIAL, INC.,
who is personally known to me or who has produced n/a as
identification and who did (did not) take an oath.

Cheryl J. Rice
Notary Public

Cheryl J. Rice

Printed Name of Notary

Notary Seal:



CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered agent, in the State of Florida.

1. The name of the corporation is M.V.P. FINANCIAL, INC.
2. The name and address of the registered agent is Gary M. Fernald, 501 S. Ft. Harrison Ave., Suite One, Clearwater, FL 33756. Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

GARY M. FERNALD

DATED: 10/4/00