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SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

March 21, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Florida Equity Solutions Inc.

P01000029052

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing

Retrieval Request

- Photocopy
- Certified Copy

- Articles Only
- All Charter Documents to Include
 Articles & Amendments
- Fictitious Name Certificate
- Other

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 *****70.00 *****70.00

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

RECEIVED
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 2001 MAR 21 AM 10:50
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OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Handwritten signature and date: 10-12-01

ARTICLES OF INCORPORATION
OF
FLORIDA EQUITY SOLUTIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporations Act, does hereby adopt the following Articles of Incorporation.

Article I - Name

The name of this Corporation is FLORIDA EQUITY SOLUTIONS, INC. The principal place of business of this Corporation shall be 4415 River Close Blvd., Valrico, Florida 33594 or such other place as may be designated by the Board of Directors.

Article II - Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock with a par value of \$1.00 per share.

Article III - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 4415 River Close Blvd., Valrico, Florida 33594. The initial registered agent of this Corporation is MICHAEL D. LILLY.

Article IV - Incorporator

The name and address of the person signing these Articles as the incorporator is:

MICHAEL D. LILLY
4415 River Close Blvd.
Valrico, Florida 33594

Article V - Corporate Existence

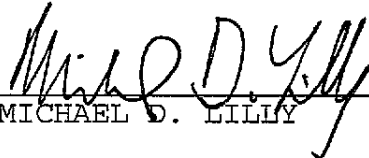
The date of commencement of corporate existence shall be on filing of the Articles of Incorporation and the Corporation shall have perpetual existence.

Article VI - Initial Board of Directors

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial Director of this Corporation are:

MICHAEL D. LILLY
4415 River Close Blvd.
Valrico, Florida 33594

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 16th day of March, 2001.



MICHAEL D. LILLY

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH



Virginia Lea Crider
MY COMMISSION # CC803086 EXPIRES
February 27, 2003
BONDED THRU TROY FARM INSURANCE, INC.

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared MICHAEL D. LILLY, who is either personally known to me or who produced personally known as identification and who is known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16th day of March, 2001.

Virginia L Crider
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

VIRGINIA L CRIDER
(Type/print name of Notary)

CC 803086
(Commission Number)

My Commission Expires: 2/27/03



Virginia Lea Crider
MY COMMISSION # CC803086 EXPIRES
February 27, 2003
BONDED THRU TROY FAIN INSURANCE, INC

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, 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 607.0505 FLORIDA STATUTES.

Michael Lilly 3/16/01
Registered Agent Date

k:CORPORATIONS\LILLY.ART

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TALLAHASSEE, FLORIDA