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Date <u>4/26/01</u>		FedEx Tracking Number	
Sender's Name <u>Bert Gonzalez</u>		Phone <u>305 406-2323</u>	
Company <u>MONEY TREE, THE</u>			
Address <u>7500 NW 25TH ST STE 200</u>			
City <u>MIAMI</u>		State <u>FL</u>	ZIP <u>33122-1711</u>
Your Internal Bill of Reference			

FILED
01 APR 27 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FL

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ARTICLES OF INCORPORATION
of
The Money Tree USA MEC Group, Inc.

The undersigned subscribers to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be.

The Money Tree USA MEC Group, Inc.

The initial principal place of business of this corporation is:

7500 NW 25 Street, Suite 200
Miami, FL 33122

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities of business permitted under the laws of the United States of America, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock at a par value of \$1 .00 (one dollar) each.

ARTICLE IV. INDEMNITY

The Corporation shall indemnify its directors, officers and employees as follows:

(a) Every director, officer, or employee of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or Imposed upon him in connection with any proceeding to which he may be made a party, or in which he may become involved, by reason of his being or having been a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of the corporation, partnership, joint venture, trust or enterprise, or any settlement thereof, whether or not he is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, or employee is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Corporation.

(b) The Corporation shall provide to any person who is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of the corporation, partnership, joint venture, trust or enterprise, the indemnity against expenses of suit, litigation or other proceedings which is specifically permissible under applicable law.

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ARTICLE V. ADDRESS

The street address of the initial registered office of the corporation shall be:

7500 NW 25 Street, Suite 200
Miami, FL 33122

and the name of the registered agent of the corporation at that address is:

Jose Eduardo Marcelo Saravia Lukas

ARTICLE VI. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have two officers. The name and street address of the Initial director and President and Secretary who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Jose Eduardo Marcelo Saravia Lukas
7500 NW 25 Street, Suite 200
Miami, FL 33122

ARTICLE VIII. INCORPORATOR & REGISTERED AGENT

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

Jose Eduardo Marcelo Saravia Lukas
7500 NW 25 Street, Suite 200
Miami, FL 33122

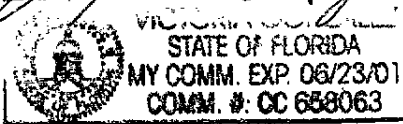
ARTICLE IX. STOCKHOLDERS

The name of the stockholders and percent of ownership are as follows:

Elsa Mercedes Diaz Garcia 40%
Jose Eduardo Marcelo Saravia Lukas 60%

I, the undersigned, hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

IN WITNESS WHEREOF, the undersigned has hereunto set his
hand and seal this 18th day of APRIL of the year 2001.



Jose Eduardo Marcelo Saravia Lukas - President

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 18 day of April of the year 2001