

Est. 1757

DRAKEFORD
&
DRAKEFORD
ACCOUNTANTS & CONSULTANTS
A PROFESSIONAL ASSOCIATION

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FILED
01 MAY 18 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Reply to:

P.O. Box 22023
Tampa, FL 36622-2023

May 16, 2001

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

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-05/18/01--01093--002
*****70.00 *****70.00

Re: Everquest Financial Group, Inc.

Dear Sir/Madam:

Enclosed herein is original and copy of Articles of Incorporation, together with original and copy of Registered Agent Form, regarding the above referenced corporation for filing.

Also enclosed herein is a check in the amount of \$70.00 to cover filing fees.

After filing, please forward copy of the filed Articles of Incorporation to the undersigned at the address shown above.

Sincerely,

Robert L. Singer
Robert L. Singer
Senior Associate

enc.

Washington D.C.
Regional Offices

(540) 775-7115 Fax: 775-7303
(703) 527-2299 Fax: 522-2930

Florida

(813) 248-3001
Fax: (813) 247-4115

California

(661) 946-4142
Fax: (661) 946-8403

Great Britain

Tel/Fax: 011-44-(0)208-591-7373
Tel/Fax: 011-44-(0)1638-751794

ARTICLES OF INCORPORATION
OF
EVERQUEST FINANCIAL GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation, hereby adopt the following Articles of Incorporation.

ARTICLE ONE
NAME

The name of the Corporation is Everquest Financial Group, Inc., 4772 Ridgemoor Circle, Palm Harbor, FL 34685.

ARTICLE TWO
DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE
PURPOSE

The corporation will transact any and all lawful business to include, but not restricted to, financial consultants.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 11,000,000 of which 10,000,000 shall be common shares and 1,000,000 shall be nondesignated preferred, all with a par value of \$.001.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued shares of the Corporation and any securities of the Corporation convertible into carrying a right to subscribe to or acquire shares of any such unissued shares.

ARTICLE SIX
INITIAL REGISTERED OFFICE and AGENT

The street address of the initial registered office of the Corporation is 2212 E. 4th Avenue, Tampa, FL 33605 and the name of the initial registered agent at such address is Drakeford & Drakeford, A Professional Association.

ARTICLE SEVEN
DIRECTORS/OFFICERS

The name and address of the President of the Corporation is:

Name:

Address:

Craig Danzig, President/Director 4772 Ridgemoor Circle
Palm Harbor, FL 34685

ARTICLE EIGHT
INCORPORATORS

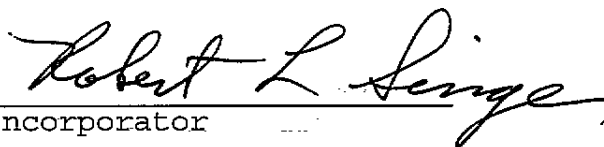
The name and address of the incorporator is:

Name:

Address:

Robert L. Singer 2212 E. 4th Avenue
Tampa, FL 33605

IN WITNESS WHEREOF, I have subscribed my name on this 16th day of May, 2001.



Incorporator

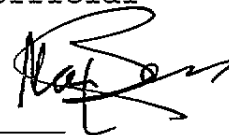
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

On this 16th day of May, 2001 before me, the undersigned, personally appeared Robert L. Singer, known to me, to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purpose there contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Max Ben
Commission # CC 665512
Expires Aug. 11, 2001
Bonded Thru
Atlantic Bonding Co., Inc.



Notary State of Florida

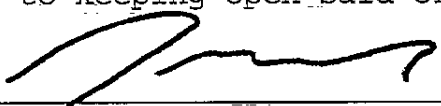
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act.

First that Everquest Financial Group, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the County of Pinellas, State of Florida, has named Drakeford & Drakeford, A Professional Association, 2212 East 4th Avenue, Tampa, Florida 33605, Mailing Address: P.O. Box 22023, Tampa, Florida 33622-2023, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT AND ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Walter W.C. Drakeford
Senior Managing Director

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TALLAHASSEE, FLORIDA