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WRIGHT, FULFORD, MOORHEAD & BROWN, P.A.
ATTORNEYS

TIMOTHY R. MOORHEAD, ESQUIRE

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ORLANDO, FLORIDA 32802-2828
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(REPLY TO ORLANDO)

FILED
MAY 31 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 25, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Employee Benefits Trust, Inc.

900004336269--9
-05/31/01--01069--015
*****78.75 *****78.75

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Employee Benefits Trust, Inc.

Also enclosed is our check in the amount of \$78.75, representing your filing fee, designation of registered agent fee, and fee for a certified copy of the Articles of Incorporation.

Please file the Articles of Incorporation and forward me a certified copy of same after it has been filed.

Thank you for your assistance in this matter. Should you have any questions, please do not hesitate to contact me.

Sincerely,


Timothy R. Moorhead

TRM/baf

Enclosures

cc: Dale Hanson

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POST OFFICE BOX 2828
ORLANDO, FLORIDA 32802-2828
(407) 425-0234
(407) 425-0260 (FACSIMILE)

AFFILIATED OFFICES THROUGHOUT THE UNITED STATES

1541 DALE MABRY, SUITE 101
TAMPA, FLORIDA 33549
(813) 909-9725
(407) 425-0260 (FACSIMILE)

G. BLALOCK JUN 7 2001

**ARTICLES OF INCORPORATION
OF
EMPLOYEE BENEFITS TRUST, INC.**

FILED
01 MAY 31 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

**ARTICLE I
NAME AND PRINCIPAL OFFICE**

The name of the Corporation shall be **Employee Benefits Trust, Inc.** The address of the Corporation shall be 112 Ashford Drive, Winter Springs, FL 32708.

**ARTICLE II
AUTHORIZED STOCK**

The Corporation is authorized to issue 100 Shares of \$1.00 par value Common Stock.

**ARTICLE III
VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Stock of the Corporation.

**ARTICLE IV
INCORPORATORS**

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

NAME

ADDRESS

Dale Hanson

112 Ashford Dr.
Winter Springs, FL 32708

**ARTICLE V
PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights as set forth in Florida Statute §607.0630(2).

**ARTICLE VI
INITIAL REGISTERED OFFICE, REGISTERED
AGENT AND RESIDENT AGENT**

The street address of the initial registered office of this Corporation is 145 N. Magnolia Ave., Orlando, Fl 32801. The name of the initial Registered Agent and Resident Agent of this Corporation is Timothy R. Moorhead, Esq.

**ARTICLE VII
INITIAL BOARD OF 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 (1). The name and address of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Dale Hanson	112 Ashford Dr. Winter Springs, FL 32708

**ARTICLE VIII
OFFICERS OF THE CORPORATION**

The name and address of the Officers are:

<u>NAME</u>	<u>ADDRESS</u>
Dale Hanson Incorporator, President, Director Secretary, Treasurer	112 Ashford Dr. Winter Springs, FL 32708

**ARTICLE IX
PURPOSE**

The Corporation is to engage in all lawful businesses, including all powers necessary or convenient to effect its purpose.

**ARTICLE X
INDEMNIFICATION**

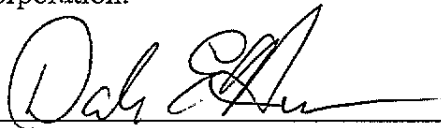
This Corporation shall indemnify any officer or director or any former officer or

director to the full extent permitted by law.

**ARTICLE XI
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 subscriber has executed these Articles of Incorporation this 22nd day of MAY, 2001, being the incorporator, this date and undersigned adopts these Articles of Incorporation.

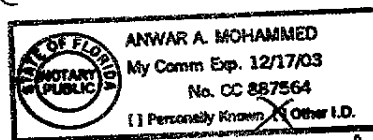

Dale Hanson

STATE OF FLORIDA)
COUNTY OF ~~ORANGE~~
SEMINOLE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Dale Hanson, who is personally known to me or who has produced FL. DRIVERS LICENSE as identification, and acknowledged execution of the foregoing Articles of Incorporation and he executed said Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 22nd day of MAY, 2001.


Notary Public State of Florida



FL. DRIVERS
LICENSE

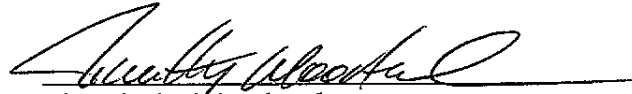
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01 MAY 31 AM 8:06

ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

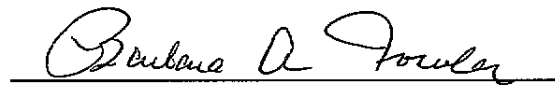
I **HEREBY ACCEPT** the appointment to act in the capacity of Registered Agent and Resident Agent and agree to comply with the provisions of the laws of the State of Florida relative to keeping said offices open. I am familiar with and accept the obligations provided for in Florida Statute §607.0505.


Timothy R. Moorhead

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Timothy R. Moorhead, to me and known to me to be the person who executed the foregoing Acceptance of Registered Agent for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 25th day of MAY, 2001.


Notary Public State of Florida



Barbara A. Fowler
MY COMMISSION # CC787216 EXPIRES
November 1, 2002
BONDED THRU TROY FAIN INSURANCE, INC.