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MARTHA M. COLLINS

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August 1, 2001

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

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-08/06/01--01107--003
*****87.50 *****87.50

Re: PROVEST INVESTMENT ENTERPRISES INC.

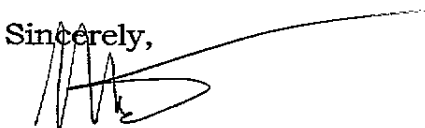
Dear Sir or Madame:

PROVEST INVESTMENTS ENTERPRISES INC.

Enclosed are the original and a copy of the Articles of Incorporation for
., along with a check in the amount of \$87.50. The check is to cover the
filing fee, the certified copy and the certificate of status. Please return the
certified copy and the certificate of status to this office.


If you have any questions or concerns, please do not hesitate to contact my
office. Thank you for your assistance.

Sincerely,


Martha M. Collins

Enclosures

FILED
01 AUG -6 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art. I
DATE 8-14-01
DOC. EXAM WJC

8-14-01
WJC

**ARTICLES OF INCORPORATION
OF**

PROVEST INVESTMENT ENTERPRISES INC.

FILED
01 AUG -6 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned by these Articles of Incorporation associate themselves for the purposes of forming a corporation for profit under Chapter 607 F.S., and certify as follows:

ARTICLE I

NAME

PROVEST INVESTMENTS ENTERPRISES INC.

1. The name of the corporation shall be _____, whose address is 19325 Crescent Rd, Odessa, FL 33556.

ARTICLE II

PURPOSE

2. The purpose for which the Corporation is organized is to purchase, rent and sell real estate.

ARTICLE IV

SHARES

3. The number of shares of stock is 100. Fifty shares are to be allocated to Scott D. Robinson and fifty to Danny L. O'Hara.

ARTICLE V

INITIAL OFFICERS

4. The affairs of the Corporation shall be administered by the officers designated as follows:

PRESIDENT
VICE-PRESIDENT
SECRETARY
TREASURER

SCOTT D. ROBINSON
DANNY L. O'HARA
DANNY L. O'HARA
SCOTT D. ROBINSON

5. The names and addresses of the officers are as follows:

SCOTT D. ROBINSON

19325 Crescent Rd

DANNY L. O'HARA

Odessa FL 33556

8325 Bay Pointe Drive
Tampa, FL 33615

ARTICLE VI

REGISTERED AGENT

6. The name and address of the initial registered agent of this corporation is:

SCOTT D. ROBINSON
19325 Crescent Rd
Odessa, FL 33556

ARTICLE VII

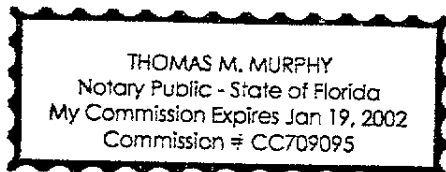
INCORPORATOR

7. The name and address of the Incorporators are:

SCOTT D. ROBINSON
19325 Crescent Rd
Odessa, FL 33556

DANNY L. O'HARA
8325 Bay Pointe Drive
Tampa, FL 33615

In witness whereof, the subscribers have affixed their signatures this
25th day of July, 2001.



Thomas M. Murphy

Scott D. Robinson
SCOTT D. ROBINSON

Danny L. O'Hara
DANNY L. O'HARA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me on this 25th day of July, 2001, by SCOTT D. ROBINSON, one of the foregoing incorporators, who is personally known to me, or produced N/A as valid identification and who upon being sworn stated that he signed and executed the foregoing Articles of Incorporation for the uses and purposes therein set forth.

Notary Public

Commission No: CC709095

Commission Expires: 1-19-02

(SEAL)

THOMAS M. MURPHY
Notary Public - State of Florida
My Commission Expires Jan 19, 2002
Commission # CC709095

The foregoing instrument was acknowledged before me on this 25th day of July, 2001, by DANNY L. O'HARA, one of the foregoing incorporators, who is personally known to me, or produced N/A as valid identification and who upon being sworn stated that he signed and executed the foregoing Articles of Incorporation for the uses and purposes therein set forth.

Notary Public

Commission No: CC709095

Commission Expires: 1-19-02

(SEAL)

THOMAS M. MURPHY
Notary Public - State of Florida
My Commission Expires Jan 19, 2002
Commission # CC709095

Acknowledgement and Acceptance

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated this 25th day of July, 2001.

Scott D. Robinson
SCOTT D. ROBINSON, Registered Agent