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Network Accounting Services

2000 West Bay Drive
Largo, Florida 33770
(727) 536-2088

01 AUG 20 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

August 13, 2001

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-08/20/01--01134--001
*****78.75 *****78.75

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

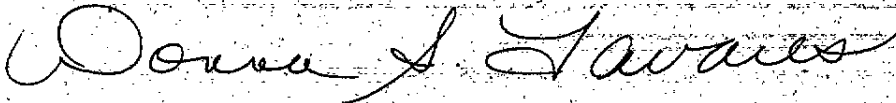
RE: *SOUTHERN TRUST LENDING, INC.*

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the articles of incorporation and a check for \$78.75 with regard to the above.

Please contact this office with any questions you may have.

Very truly yours,
NETWORK ACCOUNTING SERVICES, INC.



Donna S. Tavares

DST/
Enclosures

1. Buxton AUG 22 2001

ARTICLES OF INCORPORATION OF

SOUTHERN TRUST LENDING, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

SOUTHERN TRUST LENDING, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*405 CENTRAL AVENUE, SUITE 204
ST. PETERSBURG, FL 33701*

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have at any one time is:

100

to be divided as follows:

*JACK GUFFEY: 50 SHARES
WILLIAM DeBOSKEY: 50 SHARES*

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ARTICLE IV: OFFICERS

The officers of said corporation shall be as follows:

JACK GUFFEY: PRESIDENT
WILLIAM DeBOSKEY: VICE PRESIDENT

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

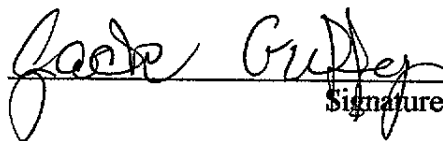
JACK GUFFEY
7331 17TH STREET NORTH
ST. PETERSBURG, FL 33702

ARTICLE VI: INCORPORATOR(S)

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

JACK GUFFEY
7331 17TH STREET NORTH
ST. PETERSBURG, FL 33702

Correct spelling of name: *JACK GUFFEY*


Signature

ARTICLES OF INCORPORATION

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

SOUTHERN TRUST LENDING, INC.

2. The name and address of the registered agent and office is:


***JACK GUFFEY
7331 17TH STREET NORTH
ST. PETERSBURG, FL 33702***

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Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, 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.


Signature


Date