

To Whom It May Concern:

PO1000095515

If there are any questions concerning the filing of these Articles of Incorporation, please feel free to contact Mr. David Strong at 904-761-7855 Extension 26.

The signature below authorizes you to act upon his direction in this matter.

Please mail the Articles of Incorporation to:

Quality Financial Services Inc.

3945 Nova Road

Port Orange, FL 32127

Timothy A. Carter

TIMOTHY A CARTER

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01 SEP 28 PM 4:04
CLERK OF STATE
TALLAHASSEE, FLORIDA

*787, 3545, 2550
201-21854*



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 12, 2001

TIMOTHY A CARTER
QUALITY FINANCIAL SERVICES, INC.
3945 NOVA ROAD
PORT ORANGE, FL 32127

SUBJECT: TC ENTERPRISES INC.
Ref. Number: W01000021254

We have received your document for TC ENTERPRISES INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 901A00051327

ARTICLES OF INCORPORATION

ARTICLE I = NAME

The Name of this Corporation is **CTA ENTERPRISES INC.**

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TALLAHASSEE, FLORIDA

ARTICLE II = DURATION

This corporation shall have perpetual existence commencing on the date of filing with the Secretary of State of Florida.

ARTICLE III = PURPOSE

This corporation is organized for transacting all lawful business.

ARTICLE IV = CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of one dollar par value common stock.

ARTICLE V = INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the principal office of this corporation is
903 NORTH STREET NEW SMYRNA BEACH FL 32168

The initial registered agent is TIMOTHY A CARTER whose physical address is
903 NORTH STREET NEW SMYRNA BEACH, FLORIDA 32168

The registered address is: 903 NORTH STREET NEW SMYRNA BEACH FL 32168

ARTICLE VI = INITIAL BOARD OF DIRECTORS

This corporation shall have no Directors.

ARTICLE VII = INCORPORATORS

The name and address of the person signing these articles of Incorporation is:
TIMOTHY A CARTER
903 NORTH STREET NEW SMYRNA BEACH FLORIDA 32168

ARTICLE VIII = MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the majority of shareholders of this corporation.

Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held. A majority of the outstanding shares of the corporation entitled to vote, represented in person, or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE IX = POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X = INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

ARTICLE XI = AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII = OFFICERS

The initial officers will be as follows:


President : TIMOTHY A CARTER 903 NORTH STREET NEW SMYRNA BEACH FL 32168

Vice President : TIMOTHY A CARTER 903 NORTH STREET NEW SMYRNA BEACH FL 32168

Secretary : TIMOTHY A CARTER 903 NORTH STREET NEW SMYRNA BEACH FL 32168

Treasurer : TIMOTHY A CARTER 903 NORTH STREET NEW SMYRNA BEACH FL 32168

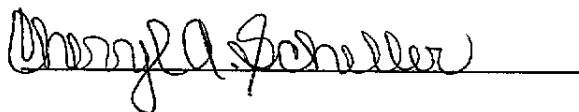
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this date:


TIMOTHY A CARTER

STATE OF FLORIDA)

COUNTY OF VOLUSIA)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared TIMOTHY A CARTER known by me to be the person who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed those Articles of Incorporation. In witness whereof, I have hereunto set my hand and seal in the State and County last aforesaid, this date



Notary Public, State of Florida At Large:

My Commission Expires: June 22, 2003



Cheryl A. Scheller
MY COMMISSION # CC848732 EXPIRES
June 22, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

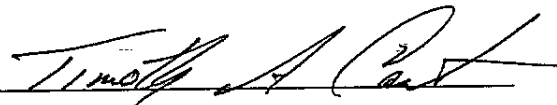
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA.

NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:
FIRST -- TC ENTERPRISES INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF
THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF NEW
SMYRNA BEACH STATE OF FLORIDA HAS NAMED TIMOTHY A CARTER AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT
IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE



REGISTERED AGENT: TIMOTHY A CARTER

DATE:

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TALLAHASSEE, FLORIDA
CLERK OF STATE