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Angela S. Orr
416 10th Ave., NE
St. Petersburg, Florida 33701

November 2, 2001

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*****78.75 *****78.75

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

Re: Ben Franklin's Financial Planning, Inc.

Dear Sir or Madam:

Enclosed are the following documents in connection with incorporation of the referenced entity:

1. the original Articles of Incorporation for filing with your office;
2. a copy of the Articles of Incorporation for certification, which should be returned in the stamped, self-addressed envelope provided; and
3. a check made payable to the Secretary of State in the amount of \$78.75 for the following items:

Filing Fee	\$ 35.00
Resident Agent Fee	35.00
Certified Copy	<u>8.75</u>
Total	\$ 78.75

I would appreciate your forwarding the certified copy in the stamped, self-addressed envelope provided at your earliest convenience.

Sincerely yours,

Angela S. Orr

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PS 11/15/01

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEN FRANKLIN'S FINANCIAL PLANNING, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person and competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I. - NAME

Ben Franklin's Financial Planning, Inc. is the name of this Corporation.

ARTICLE II. - PRINCIPAL OFFICE

The principal office of the corporation is 416 10th Ave., NE, St. Petersburg, Florida 33701.

ARTICLE III. - DURATION

This Corporation shall have perpetual existence and shall commence on the date of filing of these articles.

ARTICLE IV. - PURPOSE

This Corporation is organized for the purpose of engaging in all lawful businesses permitted to a corporation organized under the Florida General Corporation Law, as in effect from time to time.

ARTICLE V. - CAPITAL STOCK AUTHORIZED

This Corporation is authorized to issue seven thousand five hundred (7,500) shares of one dollar per share par value common stock.

ARTICLE VI. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 416 10th Ave., NE, St. Petersburg, Florida 33701, and Angela S. Orr is the name of the initial registered agent of this Corporation at that address.

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ARTICLE VII. - INITIAL BOARD OF DIRECTORS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The number of members of the initial board of directors shall be one (1). The number of directors may be increased or decreased from time to time by a resolution of the majority of the stockholders but shall never be less than one. Angela S. Orr is the initial sole director of this Corporation, and her address is 416 10th Ave., NE, St. Petersburg, Florida 33701.

ARTICLE VIII. - INCORPORATORS

The name and address of the person signing these Articles is Angela S. Orr, 416 10th Ave., NE, St. Petersburg, Florida 33701.

ARTICLE IX. - ACCEPTANCE BY REGISTERED AGENT

The undersigned Registered Agent, by executing these Articles, states that such Registered Agent is familiar with and accepts the duties and responsibilities of Registered Agent for Ben Franklin's Financial Planning, Inc.

The undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 9th day of November, 2001.



Angela S. Orr
Incorporator/Registered Agent

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