

P02000002793

Agentex Financial Corporation
3552 SW Corporate Pkwy
Palm City, FL 34990

January 7, 2002

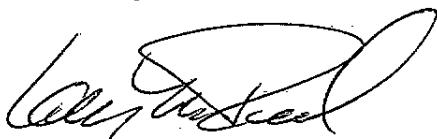
Florida Department of State
Division of Corporations
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

300004758863--4
-01/08/02--01044--003
*****78.75 *****78.75

Ladies & Gentlemen:

Enclosed are two original copies of Articles of Incorporation of Agentex Financial Corporation along with our check for \$78.75, which includes charges for certified copy to be returned to us.

Sincerely,



Larry M. Reid
President

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 JAN -8 PM 12:57

1-9-02
WC

**ARTICLES OF INCORPORATION
OF
AGENTEX FINANCIAL CORPORATION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN -8 PM 12:57

FIRST: The name of the corporation is Agentex Financial Corporation (the "Corporation")

SECOND: The aggregate number of shares which the Corporation shall have authority to issue is ONE HUNDRED MILLION (100,000,000) SHARES of capital stock, \$.001 par value.

THIRD: The Corporation is organized for the purpose of transacting any and all lawful business.

FOURTH: The number of directors constituting the initial Board of Directors of the Corporation is one and the name and address of the person to serve as the initial director is:

Larry M. Reid
4 Via Lucindia North
Stuart, Florida 34996

FIFTH: The names and address of the incorporator, the street address of the Corporation's initial registered office and the name of its initial registered agent at that office are:

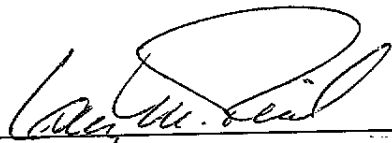
Larry M. Reid
3552 SW Corporate Pkwy
Palm City, FL 34990

SIXTH: The street address of the initial principal office and the mailing address of the Corporation is:

Agentex Financial Corporation
3552 SW Corporate Pkwy
Palm City, FL 34990

SEVENTH: The Corporation elects not to be governed by Section 607.0901 of the Florida Business Corporation Act.


Dated: January 7, 2002



Incorporator and Initial Registered Agent

ACCEPTANCE OF REGISTERED AGENT

The undersigned registered agent for Agentex Financial Corporation hereby accepts such appointment and is familiar with, and accepts the obligations of that position.



Larry M. Reid