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(Requestor's Name)

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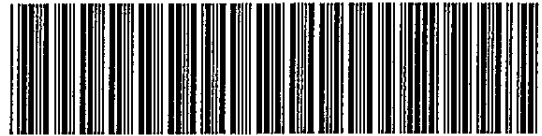
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**T R HERRERA FINANCIAL SERVICES, INC.
1250 EAST HALLANDALE BEACH BLVD. #1004
HALLANDALE, FL 33009-3646
954-457-0970
FAX 954-457-0971**

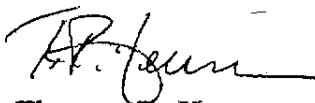
December 27, 2002

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

Dear Sirs:

Enclosed please find my check for \$78.75 to cover the incorporation fees on Explorer Financial Services, Inc. Thank you for your kind cooperation in this matter.

Sincerely yours,



Thomas R. Herrera
Principal

**ARTICLES OF INCORPORATION
OF
EXPLORER FINANCIAL SERVICES, INC.**

ARTICLE I.

CORPORATE NAME

The name of the corporation shall be:

EXPLORER FINANCIAL SERVICES, INC.

ARTICLE II.

PRINCIPAL OFFICE

The address of the principal office and the mailing address of the corporation shall be:

**C/O TR HERRERA FINANCIAL SERVICES, INC.
1250 EAST HALLANDALE BEACH BLVD.
SUITE 1004
HALLANDALE, FL 33009**

ARTICLE III.

NATURE OF CORPORATE BUSINESS

The corporation may engage in any business as allowed under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV.

CAPITAL STOCK

This corporation is authorized to issue a maximum of one thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of one (1) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V.

TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI.

PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

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ARTICLE VII.

SPECIAL PROVISIONS

It is the intent of the incorporator that the Corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE VIII.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's Initial Registered Agent and Registered Office in the State of Florida shall be:

THOMAS R. HERRERA
C/O TR HERRERA FINANCIAL SERVICES, INC.
1250 EAST HALLANDALE BEACH BLVD.
SUITE 1004
HALLANDALE, FL 33009

ARTICLE IX.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Directors at any time.

ARTICLE X.

INCORPORATOR


The name and post office address of the Incorporator executing these Articles of Incorporation is as follows

THOMAS R. HERRERA
C/O TR HERRERA FINANCIAL SERVICES, INC.
1250 EAST HALLANDALE BEACH BLVD.
SUITE 1004
HALLANDALE, FL 33009

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.


THOMAS R. HERRERA
INCORPORATOR

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.


THOMAS R. HERRERA
REGISTERED AGENT

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