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Division of Corporations

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Account Number : I19980000105
Phone : (941) 316-0111
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**FLORIDA PROFIT CORPORATION OR P.A.
NATIONAL FINANCIAL PLANNING GROUP, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

2-27-03

Audit# H03000064370 7

ARTICLES OF INCORPORATION
OF
NATIONAL FINANCIAL PLANNING GROUP, INC.

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The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

NATIONAL FINANCIAL PLANNING GROUP, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Thousand (1,000) Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 901 Venetia Bay Boulevard, Suite 350, Venice, Florida 34292.

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ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 901 Venetia Bay Boulevard, Suite 350, Venice, Florida 34292 and the registered agent at such office is James C. Protigal.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

James C. Protigal

901 Venetia Bay Boulevard, Suite 350
Venice, Florida 34292ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

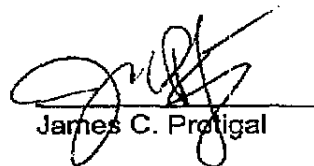
The name and street address of each incorporator to these Articles of Incorporation is:

James C. Protigal

901 Venetia Bay Boulevard, Suite 350
Venice, Florida 34292

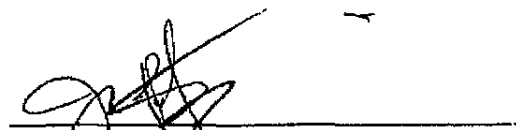
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The undersigned has executed these Articles this 26 day of February, 2003.


James C. Protigal
"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for **NATIONAL FINANCIAL PLANNING GROUP, INC.** at the place designated in the Articles, 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.

February 26, 2003
Date


James C. Protigal
Registered Agent