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SECRETARY OF STATE
TALLAHASSEE FLORIDA

RICARDO A. ROIG, P.A.

ATTORNEY AT LAW

4023 NORTH ARMENIA AVENUE, SUITE 400
TAMPA, FLORIDA 33607
PHONE (813) 876-0088
FAX (813) 876-0445
RICARDORO@aol.com

October 28, 2003

VIA U.S. MAIL

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

Re: Moneyworx International, Inc.
Moneyworx Financial Group, Inc.
Moneyworx Franchising Systems, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above three (3) entities together with our check in the amount of \$210.00 representing the filing fees and registered agent designations for all of them. Once they have been filed, please return the copies of the Articles with a date stamp on each of them.

If you have any questions, or if you require anything further, please contact my office.

Sincerely,



Ricardo A. Roig

RAR/cm

Enclosures

**ARTICLES OF INCORPORATION
OF
MONEYWORX INTERNATIONAL, INC.**

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**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The undersigned subscriber hereby files these Articles of Incorporation with the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit in accordance with the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE I
NAME AND MAILING ADDRESS OF CORPORATION

The name of this corporation is Moneyworx International, Inc. (the "Corporation"). The mailing address of the Corporation is 13938 West Hillsborough Avenue, Tampa, Florida 33635.

ARTICLE II
CAPITAL STOCK

The Corporation is authorized to issue 10,000,000 shares of \$.01 par value common stock.

ARTICLE III
CORPORATE EXISTENCE AND DURATION

The period of duration of the Corporation shall be perpetual commencing on the date that the Articles of Incorporation are accepted for filing by the Secretary of State of the State of Florida.

ARTICLE IV
CORPORATE PURPOSE

The Corporation may engage in any business or activities which are permitted under the laws of the State of Florida, the laws of the United States of America, and the laws of any state or territory in which the Corporation does business or otherwise engages in activities.

ARTICLE V
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 4023 North Armenia Avenue, Suite 400, Tampa, Florida 33607, and the initial registered agent is Ricardo A. Roig, Esq. The Board of Directors may, from time to time, move the location of the registered office to any other address in Florida, and may, from time to time, change the registered agent of the Corporation.

ARTICLE VI
NAME AND ADDRESS OF INCORPORATOR

The name and street address of the incorporator is Ricardo A. Roig, Esq., 4023 North Armenia Avenue, Tampa, Florida 33607.

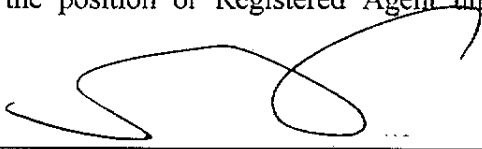
IN WITNESS, WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of October 2003.



Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

The undersigned, having been designated as the Registered Agent in the above Articles of Incorporation and having an office at the address specified in those Articles of Incorporation, is familiar with and accepts the obligations of the position or Registered Agent under Section 607.0505, Florida Statutes.



Ricardo A. Roig

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SECRETARY OF STATE
TALLAHASSEE FLORIDA