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(Requestor's Name)

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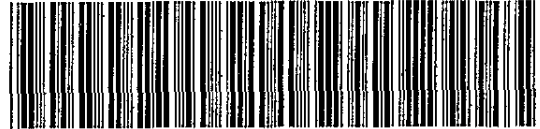
(Business Entity Name)

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DIVISION OF CORPORATIONS
04 MAY 10 AM 9:44

RICHARD PROSPECT, P.A.

Attorney at Law

3925 S. Nova Road
Suite 2
Port Orange, FL 32127
TEL: (386) 761-6077
FAX: (386) 761-6480

May 6, 2004

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

Re: NETWORKTH FINANCIAL MANAGEMENT, INC.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation regarding NETWORKTH FINANCIAL MANAGEMENT, INC. Also enclosed is a check in the amount of \$78.75 as the filing fee. Please forward a certified copy of the Articles of Incorporation to my office.

Thank you for your assistance in this matter.

Very truly yours,



Richard Prospect, P.A.

RP/dfd
Enc.

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DIVISION OF CORPORATIONS
04 MAY 10 AM 9:44

**ARTICLES OF INCORPORATION
OF
NETWORTH FINANCIAL MANAGEMENT, INC.**

ARTICLE I

Name

The name of the Corporation shall be NETWORTH FINANCIAL MANAGEMENT, INC.

ARTICLE II

Principal Office

The principal place of business and mailing address of the corporation will 735 Dunlawton Avenue, Port Orange, Florida 32129.

ARTICLE III

Purpose

This corporation may engage in, offer and otherwise deal in any and all forms of financial planning and any and all necessary adjuncts related thereto.

ARTICLE IV

Duration

The existence of the Corporation shall commence on May 15, 2004, and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Shares

This corporation is authorized to issue 100 shares of common stock, without par value.

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DIVISION OF CORPORATIONS
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ARTICLE VI

Initial Officers/Directors

The names and street addresses of the directors/officers are as follows:

John G. Yuzzolin, III
President/Vice President
Secretary/Treasurer

735 Dunlawton Avenue
Port Orange, Florida 32129

ARTICLE VII

Registered Office and Agent

The street address of the initial registered office of this corporation is 3925 S. Nova Road, Suite 2, Port Orange, Florida 32127, and the name of the initial registered agent of this corporation at that address is Richard Prospect, P.A.

ARTICLE VIII

Incorporator

The name and address of the person signing these Articles of Incorporation is John G. Yuzzolin, III, 735 Dunlawton Avenue, Port Orange, Florida 32129.

ARTICLE IX

By-Laws

The power to adopt, alter, amend and repeal bylaws shall be vested in the shareholders. At such time that a board of directors is created by the shareholder, the power to adopt, alter, amend and repeal bylaws shall be vested in the board of directors and the shareholders.

ARTICLE X

Issuance of Stock

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set forth opposite names:

John G. Yuzzolin, III

100 shares

ARTICLE XI

Shareholder Quorum and Voting

Fifty-one percent (51 %) of the shares entitled to vote represented in person or by proxy shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, the affirmative vote of 51 % of the shares represented at the meeting shall be the act of the shareholders.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 5th day of May, 2004.

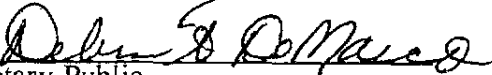

JOHN G. YUZZOLIN, III
Incorporator

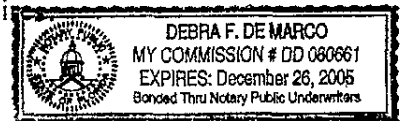
STATE OF FLORIDA)

) SS:

COUNTY OF VOLUSIA)

The foregoing instrument was acknowledged before me this 5th day of May, 2004, by John G. Yuzzolin, III, who is personally known to me or who has produced n/a as identification and who did/did not take an oath.

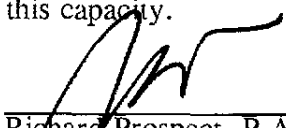

Notary Public
State of Florida
My Commission Expires



Certificate of Registered Agent

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated: 5-5-04


Richard Prospect, P.A.
Registered Agent

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