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January 5, 2005

CERTIFIED MAIL - RETURN RECEIPT REQUESTED

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Attn: Corporate Filings

Liberty Group Financial Services Corp.

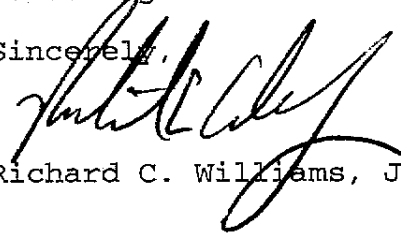
Dear Sir or Madam:

Enclosed for filing with your office are the original and one (1) copy of the Articles of Incorporation for the above-captioned corporation. Also enclosed is a check in the amount of \$78.75 representing payment of the following:

Filing fee	\$ 35.00
Certified copy fee	8.75
Registered Agent fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Sincerely,


Richard C. Williams, Jr.

RCW, JR:mlo

Encls.

cc: Anthony J. Genco
Phillip C. Girardi

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LIBERTY GROUP FINANCIAL SERVICES CORP.**

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby act as incorporators in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: Liberty Group Financial Services Corp.

ARTICLE II

The street address of the principal office of the Corporation is: 2242 U.S. Highway 19, Holiday, Florida 34690.

ARTICLE III

The Corporation shall have a perpetual existence.

ARTICLE IV

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE V

The maximum number of shares this Corporation is authorized to issue is one thousand (1,000) shares, par value \$1.00 per share, all of which shall be Common Shares.

ARTICLE VI

The initial street address of the Corporation's registered office is: 2242 U.S. Highway 19, Holiday, Florida, 34690. The initial registered agent for the Corporation at that address is: Philip C. Girardi.

ARTICLE VII

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporations' bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

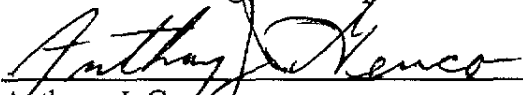
Names	Addresses
Anthony J. Genco	10401 Noddy Tern Road Brooksville, Florida 34613
Philip C. Girardi	10401 Noddy Tern Road Brooksville, Florida 34613

ARTICLE VIII

The names and street addresses of the persons signing these articles of incorporation are:


Names	Addresses
Anthony J. Genco	10401 Noddy Tern Road Brooksville, Florida 34613
Philip C. Girardi	10401 Noddy Tern Road Brooksville, Florida 34613

The undersigned incorporators have executed these articles of incorporation.



Anthony J. Genco
Incorporator

January 5, 2005
Date

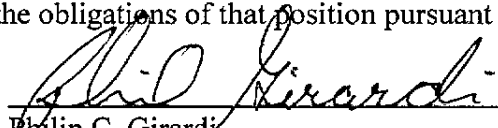


Philip C. Girardi
Incorporator

January 5, 2005
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Liberty Group Financial Services Corp. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.


Philip C. Girardi
Registered Agent

January 5, 2005
Date