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(Requestor's Name)

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(City/State/Zip/Phone #)

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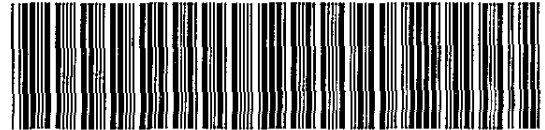
(Business Entity Name)

(Document Number)

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05 JUN -7 PM 4:57

SECRETARY OF STATE
TOLSON, MISSOURI

May 31, 2005

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Incorporation of First Fidelity Group, Inc.

Dear Sir or Madam:

Enclosed are original Articles of Incorporation for the above-referenced entity. I would appreciate your filing the same and confirming that this has been accomplished by returning to me a Certificate of Incorporation for the entity. An extra original copy of the Articles is enclosed for confirmation of such incorporation via certification and return to me in the stamped, self-addressed envelope provided for your convenience.

I have enclosed my check in the sum of \$87.50. This should cover the \$35.00 filing fee, the \$35.00 Designation of Registered Agent, plus your \$8.75 charge for a certified copy of the Articles and your \$8.75 charge for a Certificate of Status. These should be returned to me in the enclosed envelope at your early convenience.

Thank you very much for your cooperation. If you have any questions, please do not hesitate to call me. (727-423-6471)

Sincerely,

A handwritten signature in cursive script that reads "Jack Dougherty".

Jack Dougherty

Enclosures: as referenced.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
Of
FIRST FIDELITY GROUP, INC.**

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a corporation (the "Corporation") under the laws of the State of Florida.

**ARTICLE I
Name and Address**

The name of the Corporation shall be FIRST FIDELITY GROUP, INC. Its principal office shall be located at 7020 South Shore, Drive, South Pasadena, FL. 33707.

**ARTICLE II
Nature of Business**

The Corporation may engage in any business allowed or permitted under the laws of the United States and the State of Florida.

**ARTICLE III
Stock**

The authorized capital stock of the Corporation shall consist of 1,200,000 shares of a single class of common stock with par value of one cent (\$.01) per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock; such agreements may take the form of options, rights of first refusal, buy and sell agreements, or any other lawful form of agreements.

**ARTICLES IV
Incorporator**

The name and street address of the Incorporator of this Corporation are as follows:

Jack Dougherty
7020 South Shore Drive
South Pasadena, FL. 33707

ARTICLE V
Term of Corporate Existence

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI
Address of Registered Office and Registered Agent

The address of the Initial registered office of the Corporation in the State of Florida shall be 7020 South Shore Drive, South Pasadena, FL. 33702 The name of the initial registered agent of the Corporation at the above address is Jack Dougherty. The Board of Directors may from time to time change the registered office to any other address in the State of Florida and change the registered agent.

ARTICLE VII
Board of Directors

The business of the Corporation shall be managed by a Board of Directors. The Board shall initially have 1 Seat. The size of Board may be altered as provided in the Bylaws.

ARTICLE VIII
Initial Directors

The name and address of the initial Director of the Corporation is:

Jack Dougherty
7020 South Shore Drive
South Pasadena, FL. 33707

ARTICLE IX
**Transactions In Which Directors
Or Officers Are Interested**

- A. No contract or other transaction between the Corporation and one or more of its directors or officers, or between the Corporation and any other corporation, firm, or entity in which one or more of the Corporation's directors or officers are directors or officers, or have a financial interest, shall be void or voidable solely because of such relationship or interest, solely because such director or directors is or are present at or participate in the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction, or solely because his or their votes are counted for such purpose, if:
1. The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves, ratifies the contract or transaction by a vote or written consent sufficient for the purpose without counting the votes or consents of such interested director or directors: or
 2. The fact of such relationship or interest is disclosed or known to any shareholders of the Corporation entitled to vote thereon, and they authorize, approve, or ratify such contract or transaction by vote or written consent: or

3. The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the shareholders.
- B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction, and shares held by them may be counted in determining the presence of a quorum at a meeting of shareholders at which action is taken pursuant to this Article.

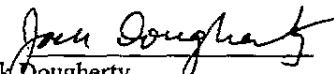
ARTICLE X
Indemnification of Directors and Officers

The Corporation may indemnify, and may insure, its directors and officers to the fullest extent permitted by applicable Florida Law.

ARTICLE XI
Amendment

These Articles of Incorporation may be amended only by an affirmative vote of at least seventy-five percent (75%) of all outstanding shares of voting stock of the Corporation, unless the vote of a larger majority is required by applicable law or by an agreement of the nature referred to in Article III of these Articles.


IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation has hereunto set his hand and seal this 31st day of May, 2005


Jack Dougherty

STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Jack Dougherty, for the purpose of lawfully executing these Articles of Incorporation, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.

31st IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this day of MAY, 2005.


Notary Public
My commission expires:



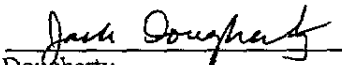
Debbie K Powell
My Commission DD137175
Expires July 28, 2008

FIRST FIDELITY GROUP, INC.

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

FIRST FIDELITY GROUP, INC., desiring to organize as a corporation under the laws of the State of Florida, has designated 7020 South Shore Drive as its initial Registered Office and has named Jack Dougherty, located at that address, as its initial Registered Agent.


Jack Dougherty
Incorporator

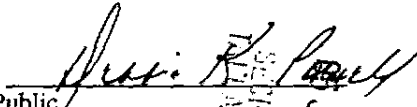
ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for FIRST FIDELITY GROUP, INC. at the place designated in its Articles of Incorporation, the undersigned, Jack Dougherty, agrees to act in this capacity, agrees to comply with the provisions of Section 48.091 of the Florida Statutes relative to keeping open such office, and is familiar with, and accepts the obligations provided for in, Section 607.0505, Florida Statutes.


Jack Dougherty

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Acceptance of Registered Agent for MERCURY GROUP, INC. was acknowledged before me this 31st day of MAY, 2005 by Jack Dougherty, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.


Notary Public
My commission Expires:



Debbie K Powell
My Commission DD137178
Expires July 26, 2008

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA