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12/23/2005

FLORIDA PROFIT CORPORATION OR P.A.

Networth Holdings, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	0804
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December 23, 2005

FLORIDA DEPARTMENT OF STATE
Division of Corporations

HUBCO

SUBJECT: NETWORTH PROPERTIES, INC.
REF: W05000056292

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L05000019007.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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Ruby Dunlap
Regulatory Specialist
New Filing Section

FAX Aud. #: E05000290656
Letter Number: 405A00073392

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Networth Holdings, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Networth Holdings, Inc.

**5320 Hopetown Lane
Panama City Beach, FL 32408**

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ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,500 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Rocky Wright
5320 Hopetown Lane
Panama City Beach, FL 32408**

Prepared By:
Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Rocky Wright- 5320 Hopetown Lane, Panama City Beach, FL 32408- President
Jessica Wright- 5320 Hopetown Lane, Panama City Beach, FL 32408- Vice President

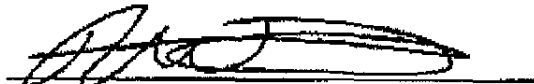
ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Rocky Wright- 5320 Hopetown Lane, Panama City Beach, FL 32408
Jessica Wright- 5320 Hopetown Lane, Panama City Beach, FL 32408

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

21st day of December 2005.



Rocky Wright - Signature



Jessica Wright - Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Networth Holdings, Inc.

2. The name and address of the registered agent and office is:

Rocky Wright

Name

5320 Hopetown Lane

(P.O. Box or Mail Drop Box NOT Acceptable)

Panama City Beach, FL 32408

(City / State / Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.



Rocky Wright
SIGNATURE

December 21, 2005

(Date)

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