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ORLANDO, FL 32803

PLEASE REPLY TO:
P.O. BOX 941664
MAITLAND, FL 32794-1664

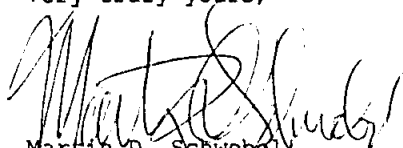
March 28, 1995

Secretary of State
Incorporation Division
The Capital Building
Tallahassee, Florida 32399

Dear Sir,

Enclosed please find the Articles of Incorporation for Action Plus Financial Services, Inc. and my Trust Account check in the amount of \$122.50. Kindly enroll the same. Please feel free to contact me should you have any questions in this regard.

Very truly yours,


Martin D. Schwebel
Attorney at Law

MDS:ts
enclosure

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Handwritten initials: MDS

FILED
95 MAR 31 PM 9 38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ACTION PLUS FINANCIAL SERVICES, INC.

ARTICLE 1 - NAME

The name of this Corporation is ACTION PLUS FINANCIAL SERVICES, INC.

ARTICLE 2 - DURATION

This Corporation shall have a perpetual existence.

ARTICLE 3 - PURPOSE

The purpose of this Corporation is to engage in any lawful enterprise as permitted by the laws of the State of Florida, to wit: Chapter 607 F.S.

ARTICLE 4 - STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1000 shares of common stock.

ARTICLE 5 - INITIAL REGISTERED OFFICE AND AGENT

The Initial Registered Office of this Corporation shall be 11514 Wingham Court, Orlando, Florida 32837 and the Initial Registered Agent of this Corporation at such office shall be LUIS G. BELLO who upon acceptance of this designation does agree to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process. The mailing address of the Corporation shall be 11514 Wingham Court, Orlando, Florida 32837

ARTICLE 6 - INITIAL BOARD OF DIRECTORS

The Initial Board of Directors shall consist of two members. The number of Directors may be increased or decreased from time to time by a vote of the stockholders. The name of the Directors on the Initial Board of Directors is:

NAME
LUIS G. BELLO

ARTICLE 7 - INCORPORATORS

The name and street address of the person signing these Articles of Incorporation is:

95 MAR 31 11 39
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME
LUIS G. BELLO

ADDRESS
11514 Wingham Court
Orlando, Florida 32837

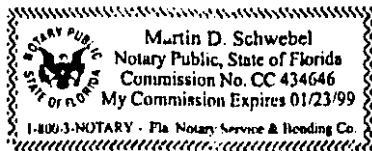
The foregoing Articles of Incorporation of ACTION PLUS FINANCIAL SERVICES, INC. were acknowledged before me this 21ST day of MARCH, 1995.

By: Luig G. Bello
LUIS G. BELLO, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME the undersigned authority personally appeared LUIS G. BELLO, a person well known to me or having identified himself by producing a Florida Driver License, who having been duly sworn deposes and says that the Articles of Incorporation copies are true and correct.

SWORN to and subscribed before me this 21ST day of MARCH, 1995.



Martin D. Schwebel
Notary Public, State of Florida
MARTIN D. SCHWEBEL
My Commission Expires:
CC:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ACTION PLUS FINANCIAL SERVICES, INC., at the place designated in the Articles of Incorporation, LUIS G. BELLO agrees to act in this capacity and agrees to comply with the provisions of Section 48.091 of the Florida Statutes relative to keeping open such office.

3-21-95
Date

Luig G. Bello
LUIS G. BELLO