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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

95 MAY -5 AM 11:37
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 591913 79818A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : May 5, 1995

ORDER TIME : 10:29 AM

ORDER NO. : 591913

CUSTOMER NO: 79818A

CUSTOMER: Ms. Linda Schumacher
TEW ZINOBER BARNES ZIMMET &
UNICE
2655 McCormick Drive

Clearwater, FL 34619

900001477299
-05/05/95--01052--013
****122.50 ****122.50

DOMESTIC FILING

NAME: CRAY FINANCIAL GROUP, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: _____

ST
5/8/95

**ARTICLES OF INCORPORATION
FOR
CRAY FINANCIAL GROUP, INC.**

ARTICLE I - NAME

The name of this corporation shall be Cray Financial Group, Inc.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business under Chapter 607, Florida Statutes, as amended from time to time.

ARTICLE IV - AUTHORIZED STOCK

The corporation is authorized to issue Five Hundred (500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - INITIAL REGISTERED AGENT

The name of the initial registered agent of the corporation is Tew, Zinober, Barnes, Zimmet & Unice. The street address of the initial registered office of the corporation for service of process shall be 2655 McCormick Drive, Clearwater, Florida 34619.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation initially shall have one (1) director. The number of directors may be increased or decreased from time to time in accordance with the bylaws, provided that the number of directors shall not be less than one person at any time. The name and address of the initial directors of the corporation are:

David A. Cray

2625 McCormick Drive
Clearwater, FL 34619

ARTICLE VII - INCORPORATOR

The name and address of each Incorporator of the corporation is

David A. Cray

2625 McCormick Drive
Clearwater, FL 34619

ARTICLE VIII - PRINCIPAL OFFICE ADDRESS

The initial principal office and mailing address of the corporation shall be 2625 McCormick Drive, Clearwater, Florida 34619. The corporation reserves the privilege of having branch or other offices at places within or without the State of Florida.

ARTICLE IX - BY LAWS

The initial bylaws of the corporation shall be adopted by the board of director(s) at the organizational meeting. Thereafter the power to adopt, alter, amend, or repeal the bylaws shall be vested in the shareholders of the corporation.

ARTICLE X - POWERS

The corporation shall have all of the corporate powers enumerated in Chapter 607, Florida Statutes, as amended from time to time.

ARTICLE XI - PRE-EMPTIVE RIGHTS

No holder of stock of the corporation of any class shall have any preferential, pre-emptive or other rights to subscribe for or to purchase from the corporation any stock of the corporation of any class, whether or not now authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations or other securities which the corporation may at any time issue, whether or not the same shall be convertible into stock

of the corporation of any class or shall entitle the owner or holder to purchase stock of the corporation of any class.

ARTICLE XII - AMENDMENT OF ARTICLES

The corporation reserves the right to amend, alter, change, or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance with the laws of the State of Florida as amended from time to time. All rights conferred upon the shareholders of the corporation are granted subject to this reservation.

ARTICLE XIII - COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of corporate existence for the above-named corporation shall be the date of filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of May, 1995.


David A. Cray

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 3rd day of May, 1995, by David A. Cray who is personally known to me or who has produced _____ (type of identification) as identification and who did (did not) take an oath.



PETRO JONES
My Commission CC330340
Expires Nov. 15, 1997
Bonded by ANB
800-852-5878

(NOTARY SEAL)

Petro Jones
Signature of Person Taking Acknowledgment

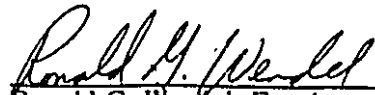
PETRO JONES
Name of Acknowledger Typed, Printed or Stamped

Notary Public, State of Florida

CC 330340
Notarial Serial Number

NOTICE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Pursuant to Section 607.034, Florida Statutes, the undersigned hereby accepts designation as the initial registered agent for Cray Financial Group, Inc., a Florida corporation, and hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation this 3rd day of May, 1995.



Ronald G. Wendel, Esquire
Tew, Zinober, Barnes, Zimmet & Unice
P. O. Box 5124
2655 McCormick Drive
Clearwater, FL 34618
(813) 799-2882