

P950000 36767

W. H. JONES

650 ISLAND WAY #706

CLEARWATER, FLORIDA 34630

May 3, 1995

SECRET
05/09/95-01006-012
***122.50 ***122.50

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

RE: CFO Financial, Inc.

Gentlemen:

I enclose the original and a copy of Articles of Incorporation for the above referenced corporation and a check for \$122.50 computed as follows:

Filing fee	\$ 35.00
Certified copy	52.50
Registered agent registration	<u>35.00</u>
Total	<u>\$122.50</u>

If you have any questions, please contact me by calling 813/446-3772.

Sincerely,

W. H. Jones

WHJ/

Enclosure

NANCY HENDRICKS MAY 10 1995

**ARTICLES OF INCORPORATION
OF
CFO FINANCIAL, INC.**

FILED
95 MAY -8 AM 9 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CFO Financial, Inc.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The total number of shares of stock which the Corporation shall have authority to issue is 1,000 shares of common stock with a par value of one (\$1.00) dollar per share.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business is Five Hundred (\$500.00) Dollars.

ARTICLE V. TERM OF EXISTENCE

This organization is to exist perpetually.

ARTICLE VI. REGISTERED AND PRINCIPAL OFFICE

The registered and principal office address of the Corporation in the State of Florida is 650 Island Way #706, Clearwater, Florida 34630, and the Registered Agent at this address is W. H. Jones.

ARTICLE VII. DIRECTOR

The number of directors of this Corporation shall be one (1) initially. The number of directors may be increased or decreased from time to time but shall never be less than one nor more than fifteen. The name and street address of the initial member of the First Board of Directors, who shall hold office for the first year of the Corporation or until his successor is elected or appointed and has qualified, is:

W. H. Jones
650 Island Way #706
Clearwater, Florida 34630

ARTICLE VIII. SUBSCRIBER

The name and address of the Subscriber is:

W. H. Jones
650 Island Way #706
Clearwater, Florida 34630

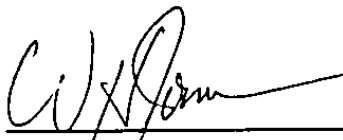
ARTICLE IX. OFFICERS

The officers of this Corporation shall be a President, Vice President, Secretary, and Treasurer, and such other officers, agents, and factors as may be deemed necessary, shall be chosen in such manner and hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors.

ARTICLE X. AMENDMENT

This Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation by a vote of its Board of Directors in the manner prescribed by law.


IN WITNESS WHEREOF, I, the undersigned subscriber and incorporator have hereunto set my hand and seal this 3rd day of May 1995 for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certify that the facts contained herein are true.



W. H. JONES

ACCEPTANCE BY THE REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for CFO Financial, Inc.

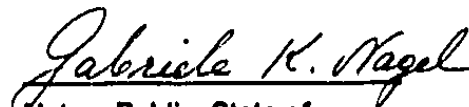


W. H. JONES

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 3rd day of May 1995, by W. H. Jones.



Notary Public, State of
Florida at Large
My commission expires:

OFFICIAL NOTARY SEAL
GABRIELLE K. NAGEL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC 619263
MY COMMISSION ENDS AUG. 31, 1997