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MAY 17, 1995

FLORIDA DEPARTMENT OF STATE
409 E GAINES ST.
TALLAHASSEE, FL. 32399

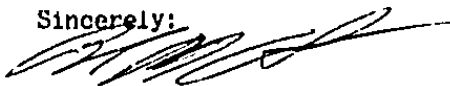
Dear Sir:

Please find enclosed articles of incorporation that I have
FEDERAL EXPRESSED to you. Please expedite and return to me via
FEDERAL EXPRESS TO:

PAUL M. ACOSTA
C/O ACOSTA FINANCIAL SERVICES
225 AIRPORT ROAD SOUTH
NAPLES, FL. 33999 742

Please return the certified copy of the articles by way of
Federal Express. Please find my check for \$15 to cover return
shipping.

Sincerely:



PAUL M. ACOSTA

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****122.50 ***122.50

SDS

ARTICLES OF INCORPORATION

I, THE UNDERSIGNED, hereby submit to Incorporation under the laws of the State of Florida, providing for the formation, liability, rights privileges and immunities of corporations for profit, the corporation named in Article I below.

ARTICLE I, NAME

The name of this Corporation shall be:

ACOSTA FINANCIAL GROUP INC.

ARTICLE II, NATURE OF BUSINESS

This Corporation may engage in any activities permitted under the laws of the United States and of the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is Seventy-Five Hundred (7500) shares of common stock, of \$1.00 par value, which shall be documented fully paid and non-assessable, and further, which shall be Section 1244 stock as defined by the Internal Revenue Code.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than one hundred (\$100) dollars.

ARTICLE V, TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the State of the principal office of the Corporation shall be:

225 AIRPORT ROAD SOUTH
NAPLES, FL. 33940

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII, INITIAL BOARD OF DIRECTORS

The Corporation shall have one director initially. The number of Directors may be either increased or diminished in accordance with the by-laws adopted by the shareholders but never be less than one. The name and address of the initial Director of this Corporation is:

PAUL M. ACOSTA
225 AIRPORT ROAD SOUTH
NAPLES, FL 33940 2

ARTICLE VIII, INCORPORATOR

The name and address of the incorporators are:

PAUL M. ACOSTA
225 AIRPORT ROAD SOUTH
NAPLES, FL 33940 2

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X, AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

ARTICLE XI, SUB CHAPTER S CORPORATION

This Corporation may be a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent, PAUL M. ACOSTA, 225 AIRPORT ROAD SOUTH
NAPLES, FL. 33940 2 accepts this position as signed below:



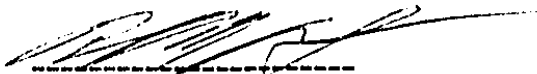
PAUL M. ACOSTA

The Registered Office will be located at 225 AIRPORT ROAD SOUTH,
NAPLES, FL. 33940 2



PAUL M ACOSTA

I hereby am familiar with and accept the duties and
responsibilities as registered agent for said corporation.



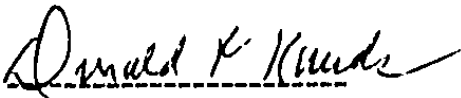
PAUL M ACOSTA

In WITNESS WHEREOF, the undersigned, as subscribing
incorporators, have hereinto set my hand and seal this 18 day
of May 1995, for the purpose of forming this Corporation
under the Laws of the State of Florida, and hereby make and
file, in the office of the Secretary of the State of Florida,
these Articles of Incorporation, and certify that the facts
herein stated are true.


PAUL M. ACOSTA

SWORN TO AND SUBSCRIBED BEFORE ME

THIS 18 DAY OF May 1995.



*Knudsen Florida
Drives here
for identification*

NOTARY PUBLIC

MY COMMISSION EXPIRES

