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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: FISHER & SAULS, P.A.

DEPARTMENT OF STATE

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STATE OF FLORIDA

PO BOX 387

409 EAST GAINES STREET

ST PETERSBURG FL 33731-

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TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: APPLE FINANCIAL SERVICES, INC.

FAX AUDIT NUMBER: H95000005945

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TALLAHASSEE, FLORIDA

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03 JUN 1995

May 30, 1995

FISHER & SAULS, P.A.

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SUBJECT: APPLE FINANCIAL SERVICES, INC.
REF: W95000011115

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Loria Poole
Corporate Specialist

FAX Aud. #: H95000005945
Letter Number: 795A00026945

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida
32314

ARTICLES OF INCORPORATION
OF
APPLE FINANCIAL SERVICES, INC.

H95000005945
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is APPLE FINANCIAL SERVICES, INC., and its principal office or mailing address is 111 Second Avenue N.E., Suite 910, St. Petersburg, Florida 33701.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of .01 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 111 Second Avenue N.E., Suite 910, St. Petersburg, FL 33701, and the name of the initial registered agent is Robert J. Apple.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one director. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is:

NAME

ADDRESS

Robert J. Apple

111 Second Avenue N.E.
Suite 910
St. Petersburg, FL 33701

Richard M. Baker, Esq.
FBN 332909
Fisher & Sauls, P.A.
P.O. Box 387
St. Petersburg, FL 33731
813/822-2033

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ARTICLE 7: INCORPORATOR

The name and address of each person signing these Articles is:

NAME

ADDRESS

Robert J. Apple

111 Second Avenue N.
Suite 910
St. Petersburg, FL 33701

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TALLAHASSEE, FLORIDA

ARTICLE 8: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 9: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26 day of May, 1995.


Robert J. Apple

"Incorporator"

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 26 day of May, 1995.


Robert J. Apple, Registered Agent

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