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Richard C. Hitchins
325 S. Olive Avenue
West Palm Beach, FL 33401-5619
407-832-8833
Fax 407-832-8855

January 3, 1996

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sirs:

Enclosed are two original Articles of Incorporation for a new corporation -
AmeriVest Financial Services, Inc. Please record the filing of these Articles as
soon as possible and return a copy to me at the above address.

If you have any questions, please contact me.

With kindest regards,



Richard C. Hitchins

FILED
96 JAN -5 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Conrad
1-10-96

**ARTICLES OF INCORPORATION
OF
AMERIVEST FINANCIAL SERVICES, INC.**

FILED
96 JAN -5 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Amerivest Financial Services, Inc. and its principal business address is 325 S. Olive Avenue, West Palm Beach, Florida 33401.

ARTICLE II

The term of existence of the corporation is perpetual.

ARTICLE III

The corporation may transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of \$ 1.00 par value common stock.

ARTICLE V

The street address of the initial registered office of the corporation is 325 S. Olive Avenue, West Palm Beach, Florida 33401, and the name of the initial registered agent at such address is Richard C. Hitchins.

ARTICLE VI

The corporation shall have one director, initially. The number of directors may be increased or decreased from time to time, by bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII

The name and post office address of the sole initial member of the first Board of Directors is:

Richard C. Hitchins
325 S. Olive Avenue
West Palm Beach, FL
33401

ARTICLE VIII

The name and address of the incorporator is:

Richard C. Hitchins
325 S. Olive Avenue
West Palm Beach, FL
33401

ARTICLE IX

The Corporation shall be deemed to commence its existence upon the date of filing these Articles of Incorporation.

IN WITNESS WHEREOF, I have subscribed my name this 3rd day of January, 1996.

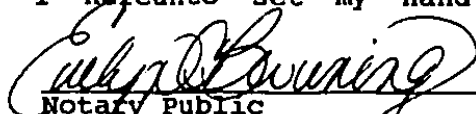

Richard C. Hitchins

STATE OF FLORIDA

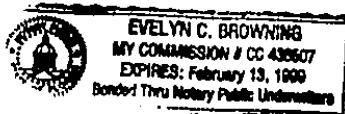
COUNTY OF PALM BEACH

On this 3rd day of January, 1996, before me, a notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Richard C. Hitchins, to me known to be the person whose name is subscribed to the within instrument, and he acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named Corporation, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.


Richard C. Hitchins
Registered Agent

Date: 1-3-76

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96 JAN -5 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA