

P96 000026 D10

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 0327
Tallahassee, FL 32314

SUBJECT: VESTA CORPORATION

(proposed corporate name)

700001728147
-02/29/96--01061--014
*****70.00 *****70.00

Enclosed please find an original and one (1) copy of articles of incorporation
for the above corporation and check in the amount of \$ 70.00

FROM:

STEVE ZABOLOTNY
c/o COMPUTeTAX, Inc.
8800 49TH ST N STE 406-5
PINELLAS PARK FL 34000
TEL: 813-545-1381

W96-4794

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 25 PM 12:15

Note: Additional copy of articles is needed only when certified copy is requested.

FBI MAR 25 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 4, 1996

STEVE ZABOLOTNY
8800 49TH STREET N, SUITE 406-5
PINELLAS PARK, FL 34666

SUBJECT: VESTA CORPORATION
Ref. Number: W96000004794

We have received your document for VESTA CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 496A00009457

TRANSMITTAL LETTER

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

SUBJECT: VESTA FINANCIAL CORPORATION

(proposed corporate name)

Enclosed please find an original and one (1) copy of articles of incorporation
for the above corporation and check in the amount of \$ 70.00

FROM:

STEVE ZABOLOTNY
c/o COMPUTeTAX, Inc.
8800 49TH ST N STE 406-5
PINELLAS PARK FL 34660
TEL: 813-545-1381

Note: Additional copy of articles is needed only when certified copy is requested.

**ARTICLES OF INCORPORATION
OF**

VESTA FINANCIAL CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 MAR 25 PM 12:17

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: VESTA FINANCIAL CORPORATION

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8800 49TH STREET NORTH
SUITE 406-5
PINELLAS PARK FL 34666

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000,000 common shares/\$ 0.10 par value.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

STEVE ZABOLOTNY
8800 49TH STREET NORTH, SUITE 406-5
PINELLAS PARK, FLORIDA 34666

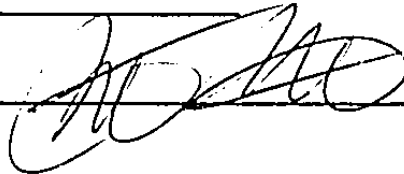
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of incorporator(s) to these Articles of Incorporation is(are):

ZYGMUNT STEVE ZABOLOTNY
0200 SEMINOLE BLVD
UNIT 173
SEMINOLE FL 34042

The undersigned has(have) executed these Articles of Incorporation this

10TH day of MARCH, 1996



President

V. President

Secretary

Treasurer

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 25 PM 12:1

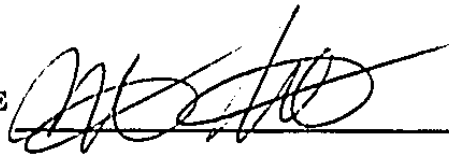
Pursuant to the provisions of section 007.0601, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: VESTA FINANCIAL CORPORATION

2. The name and address of the registered agent and office is:

STEVE ZABOLOTNY
8800 49TH STREET NORTH, SUITE 400-5
PINELLAS PARK, FLORIDA 34060

SIGNATURE



TITLE President

DATE 3/19/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE 3/19/96

REGISTERED AGENT FILING FEE: \$35.00