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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 33214

RE: Worldwide Investment Partners, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for a new Florida corporation bearing the name Worldwide Investment Partners, Inc. Please file this document and return the certified copy to the above address.

A filing fee of \$35.00, a certified copy fee of \$52.50 and a designation of and acceptance by Registered Agent fee of \$35.00 is enclosed.

Thank you,

Steven E. Hotal

STEVEN E. HOTAL
Registered Agent

*PH
7/23/96*

ARTICLES OF INCORPORATION

OF

WORLDWIDE INVESTMENT PARTNERS, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Statutes, does hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is: WORLDWIDE INVESTMENT PARTNERS, INC.

Article 2. Purpose. The general purpose for which the Corporation is organized is to engage in and transact any lawful business for which corporations may be incorporated under the laws of the state of Florida. No other purpose limits this general purpose in any way.

Article 3. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is one hundred (100) shares of common stock. Such shares shall be of a single class and shall have no par value.


Article 4. Principal Executive Office and Mailing Address. The street address of the initial Principal Office of the Corporation is 13902 N. Dale Mabry Hwy., Suite 118, Tampa, Florida 33618 and the mailing address is the same as the street address.

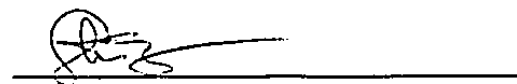
Article 5. Incorporator. The names and address of the Incorporators are:

Stanley Estrin and Steven E. Hutek
13902 N. Dale Mabry Hwy., Suite 118, Tampa, Florida 33618

Article 6. Initial Registered Agent and Mailing Address. The registered agent at the registered office located at 13902 N. Dale Mabry Hwy., Suite 118, Tampa, Florida 33618, will be Steven E. Hutek. By signing this document, Steven E. Hutek hereby accepts appointment as registered agent.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 18th day of JULY, 1996.


Stanley Estrin, Incorporator


Steven E. Hutek, Incorporator
and Registered Agent