

P96000068350

AUGUST 1, 1996

96 AUG 12 AM 10:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern:

If there are any questions concerning the filing of these Articles of Incorporation, please feel free to contact Mr. James Strong at 904-761-7855. The signature below authorizes you to act upon his direction in this matter.


Please mail the Articles of Incorporation to:

Quality Financial Services Inc.

5560 So Nova Road

Daytona Beach, FL 32127

W96-16658


EUGENE D BLAKE

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***122.50 ***122.50

7/8
8-16-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 9, 1998

EUGENE D. BLAKE
QUALITY FINANCIAL SERVICES INC.
5560 S. NOVA ROAD
DAYTONA BEACH, FL 32127

SUBJECT: AMERICRAFT ENTERPRISES INC.
Ref. Number: W96000016658

We have received your document for AMERICRAFT ENTERPRISES INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered agent must be at a Florida street address.

You must list at least one incorporator with a complete business street address.

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) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 396A00038006

Corrections have been made.

ARTICLES OF INCORPORATION OF
Americraft Enterprises Inc.

FILED
96 AUG 12 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I = NAME

The Name of this Corporation is Americraft Enterprises Inc.

ARTICLE II = DURATION

This corporation shall have perpetual existence commencing on the date of filing with the Secretary of State of Florida.

ARTICLE III = PURPOSE

This corporation is organized for transacting all lawful business.

ARTICLE IV = CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of one dollar par value common stock.

ARTICLE V = INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the principal office of this corporation is
714 GLADES CT A&B PT ORANGE FL 32127

The initial registered agent is EUGENE D BLAKE

whose physical address is 714 GLADES CT A&B PT ORANGE FL 32127

The Corporation registered address is:

714 GLADES CT A&B PT ORANGE FL 32127

ARTICLE VI = INITIAL BOARD OF DIRECTORS

This corporation shall have no Directors.

ARTICLE VII = INCORPORATORS

The name and address of the person signing these articles of
Incorporation is EUGENE D BLAKE
714 GLADES CT A&B PT ORANGE FL 32127

ARTICLE VIII = MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of,
and the business and affairs of this corporation shall be managed under
the direction of the majority of shareholders of this corporation.
Each shareholder shall be entitled to one vote in person, or by proxy,
for each share of voting stock held. A majority of the outstanding
shares of the corporation entitled to vote, represented in person, or
by proxy, shall constitute a quorum at any meeting of the shareholders
for the management of the business of the corporation.

ARTICLE IX = POWERS

This corporation shall have all of the corporate powers enumerated in
the Florida General Corporation Act.

ARTICLE X = INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to
the full extent permitted by law.

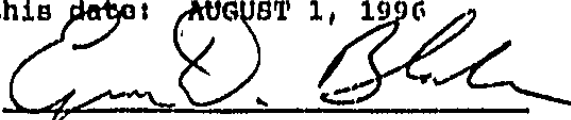
ARTICLE XI = AMENDMENT

The corporation reserves the right to amend or repeal any provisions
contained in these Articles Of Incorporation, and any right conferred
upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these
Articles of Incorporation on this date: AUGUST 1, 1996



JAMES S. STRONG
MY COMMISSION # 00286305 EXPIRES
February 9, 1997
BONDED THRU TROY FAIR INSURANCE, INC.


EUGENE D BLAKE

STATE OF FLORIDA)

COUNTY OF VOLUSIA)

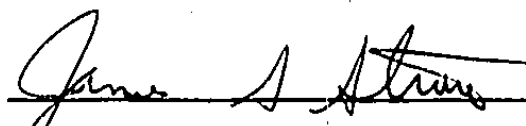
Before me, a Notary Public authorized to take acknowledgments in the
State and County set forth above, personally appeared

EUGENE D BLAKE

known by me to be the person who

executed the foregoing Articles of Incorporation and they acknowledged
before me that they executed those Articles of Incorporation.

In witness whereof, I have hereunto set my hand and seal in the State
and County last aforesaid, this date: AUGUST 1, 1996


Notary Public, State of Florida At Large:

My Commission Expires: Feb 9, 1997

FILED
96 AUG 12 AM 10:44
SECRET
TALLAHASSEE
FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESE WITHIN FLORIDA. NAMING AGENT UPON WHICH PROCESS MAY BE
SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED: FIRST -- Americraft Enterprises Inc.

DESIRING TO ORGANIZE OF QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF PORT ORANGE
STATE OF FLORIDA HAS NAMED EUGENE D BLAKE

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA. HAVING BEEN
NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT
THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS
CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE 

REGISTERED AGENT: EUGENE D BLAKE

DATE: AUGUST 1, 1996