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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: WILLIAMS FINANCIAL SERVICES, INC.
AUDIT NUMBER.....H96000013169

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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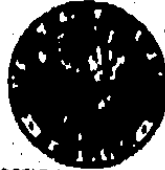
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FLORIDA DEPARTMENT OF STATE

Sandra B. Northam
Secretary of State

September 19, 1996

EMPIRE CORPORATE KIT COMPANY

SUBJECT: WILLIAMS FINANCIAL SERVICES, INC.
REF: W96000019827

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EMPIRE CORPORATE KIT

P.03/85

Prepared By:
Frank Peraz-Siam, Esq.
Fla. Bar No. 0768911
268 Sevilla Avenue
Coral Gables, FL. 33134
(305) 447-6609

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ARTICLES OF INCORPORATION
OF
WILLIAMS FINANCIAL SERVICES, INC.

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ARTICLE I. NAME

The name of the corporation is WILLIAMS FINANCIAL SERVICES, INC.

ARTICLE II. DURATION AND COMMENCEMENT OF EXISTENCE

The corporation is to have perpetual existence, commencing at the filing of these articles with the Department of State.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is one hundred (100) shares of capital stock at a par value of one dollar (\$1.00) per share.

Shares of stock may be disposed of by the corporation for such consideration, having a value of not less than par value of the shares issued therefore, as is determined from time to time by vote of the majority of the outstanding stock.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by vote of the majority of the outstanding stock.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration for which shares are to be issued shall have been received by the corporation; such shares shall be deemed fully paid and nonassessable.

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Frank Peraz-Siam, Esq.
Fla. Bar No. 0768911
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Coral Gables, FL. 33134
(305) 447-6609

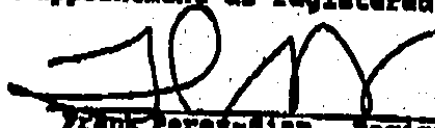
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The stock in the corporation shall be issued pursuant to the provisions of Section 1344 of the Internal Revenue Code.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida is 265 Sevilla Avenue, Coral Gables, Florida 33134 and the initial registered agent of this corporation at such address is Frank Peres-Sian, Esquire.

Having been named as registered agent on whom process may be served for the above-stated corporation, at the place designated herein, I hereby accept said appointment as registered agent.



Frank Peres-Sian, Registered Agent

ARTICLE VI. INCORPORATORS

The names and addresses of the subscribers signing these Articles, and the number of shares of stock that they agree to take is as follows:

NAME	ADDRESS	NO. OF SHARES
Frank Peres-Sian	265 Sevilla Avenue Coral Gables, Fl. 33134	

ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation shall be located at 3704 New 96th West, Franklyn, TN 37064.

ARTICLE VIII. MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

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ARTICLE X. INITIAL BOARD OF DIRECTORS

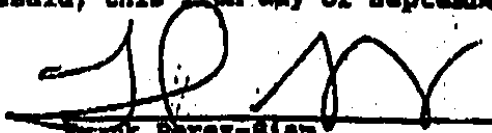
This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Herbert Thomas Williams, Jr.	3704 New 96th West Franklyn, TN 37064

ARTICLE XI. AMENDMENT

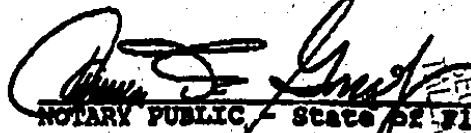
The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation or any amendment hereto, in the manner now or hereafter prescribed by statute, and any or all rights conferred upon the Shareholders herein granted as subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 17th day of September, 1996.

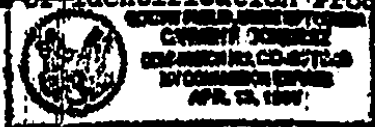

Frank Perez-Slan

STATE OF FLORIDA)
COUNTY OF DADE) SS

The foregoing instrument was acknowledged before me this 16th day of September, 1996 by


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Personally known ☒ OR Produced Identification
Type of Identification Produced



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