

INTERNATIONAL ADMINISTRATIVE SERVICES, INC
450 Crown Oak Centre Drive
Longwood, Florida 32750

Gavin M. Ganzkow
House Counsel

Telephone: (407) 332-5242
Facsimile: (407) 332-9329

November 14, 1996
Division of Corporations
Department of State
The Capitol
P.O. Box 6327
Tallahassee, FL 32314

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-11/22/96--01057--0016
****122.50 ****122.50

RE: Money Movement Advisors, Inc.

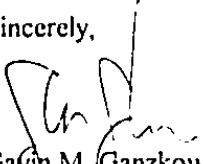
Dear Sir or Madam:

Enclosed is the signed original and one signed copy of the Articles of Incorporation of the above-referenced corporation. We have also enclosed a check in the amount of \$122.50 as the filing fees for: (i) the Articles of Incorporation, (ii) the designation and acceptance by the registered agent of the corporation and (iii) a certified copy of the Articles of Incorporation.

Please process the filing at your earliest opportunity and return the certified copy of the Articles of Incorporation to the attention of the undersigned.

Thank you for your assistance. Please call me should you have any questions with respect to any of the enclosed documents.

Sincerely,


Gavin M. Ganzkow
GMG / seh

cc: David Phillips
Andrew V. Showen

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ARTICLES OF INCORPORATION
OF
MONEY MOVEMENT ADVISORS, INC.

ARTICLE I

Name, Address and Duration

The name of the Corporation is Money Movement Advisors, Inc. The address of the principal office of this Corporation is 230 Crown Oak Centre Drive, Longwood, Florida 32750 and the mailing address of the Corporation is the same. The duration of the Corporation is perpetual.

ARTICLE II

Registered Office and Agent

The address of the registered office in the State of Florida is 230 Crown Oak Centre Drive, in the City of Longwood, County of Seminole. The name of the registered agent at such address is David W. Phillips.

ARTICLE III

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE IV

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is one thousand (1,000) shares of common stock ("Common Stock"), \$1 par value per share.

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TALLAHASSEE, FLORIDA

ARTICLE V

Incorporator

1. The name and mailing address of the incorporator of this Corporation is as follows:

Name
Gavin M. Ganzkow

Address
450 Crown Oak Centre Drive
Longwood, Florida 32750

2. The powers of the incorporator shall terminate upon the filing of the Articles of Incorporation of the Corporation with the office of the Secretary of State of the State of Florida.

ARTICLE VI

Board of Directors

1. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors, except as otherwise herein provided or as reserved to the holders of Common Stock.

2. (a) The number of Directors constituting the initial Board of Directors shall be one. The number of members of the Board of Directors may be fixed or changed from time to time by resolution of the Board of Directors.

(b) The name and mailing address of the person who shall serve as Director of the Corporation until the first meeting of shareholders is as follows:

Name
David W. Phillips

Address
230 Crown Oak Centre Drive
Longwood, Florida 32750

ARTICLE VII

Records

The books of the Corporation may be kept (unless prohibited by law) outside the State of Florida, at such place or places as may be designated from time to time by the Board of Directors or in the By-Laws of the Corporation.

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute.

The undersigned, for the purpose of forming a corporation under the laws of the state of Florida, does make, file and record these Articles of Incorporation.

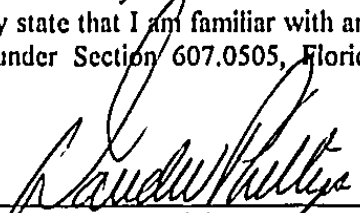
Dated this 17th day of November, 1996.



Gavin M. Ganzkow
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I, David W. Phillips, designated as the Registered Agent of Money Movement Advisors, Inc. in the above and foregoing Articles of Incorporation, hereby state that I am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



David W. Phillips
Registered Agent

Dated this 19th day of November, 1996.