



THE UNITED STATES
CORPORATION
COMPANY

P97000012175

ACCOUNT NO. : 072100000032

REFERENCE : 245740 81345A

AUTHORIZATION :

Patricia Pygott

COST LIMIT : \$ 70.00

ORDER DATE : February 3, 1997

ORDER TIME : 10:37 AM

500002080435--2

ORDER NO. : 245740-005

CUSTOMER NO: 81345A

CUSTOMER: Leonard Anton, Cpa
MR. LEONARD ANTON

3613 Marco Drive

Tampa, FL 33614-2746

DOMESTIC FILING

NAME: HAYES FINANCIAL GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

FILED
97 FEB -6 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 FEB -6 AM 11:37
DIVISION OF CORPORATION

YR
2-6-97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 10, 1997

CSC NETWORKS

The name HAYES FINANCIAL GROUP, INC. has been reserved for 120 days beginning January 10, 1997. The reservation number is R97000000117 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 697A00001416

ARTICLES OF INCORPORATION
OF
HAYES FINANCIAL GROUP, INC.

FILED
97 FEB -6 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HAYES FINANCIAL GROUP, INC.

The address of the principal office of this corporation shall be 3613 Marco Drive, Tampa, Florida 33614-2746, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Curtis G. Hayes

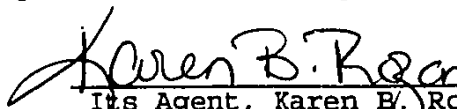
9209 Seminole Boulevard #35
Seminole, Florida 34642

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:


Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on February 6, 1997.


Its Agent, Karen B. Rozar
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
Its Agent, Karen B. Rozar
Authorized Service Representative
Corporation Service Company

DBC/MICHAEL E. KLUNK

FILED
97 FEB -6 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA