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Joseph A. Murphy, III
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February 10, 1997

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-02/13/97--01029--004
****122.50 ****122.50

Re: Murphy's Investment Services, Inc.

Dear Sir/ Ms:

Enclosed please find the original and two copies of the Articles of Incorporation for the above corporation.

Also enclosed is a check in the amount of \$122.50 to cover your costs of filing the corporation.

I would appreciate your filing these Articles of Incorporation and mailing me a certified copy of same, together with a Certificate of Incorporation.

Thank you for your courtesies.

Very truly yours,

Joseph A. Murphy, III

JAM/ks
encl.

97 FEB 13 PM 3:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

**ARTICLES OF INCORPORATION
OF
MURPHY'S INVESTMENT SERVICES, INC.**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FILED

The undersigned, acting as incorporator for the purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such Corporation.

ARTICLE ONE

The name of the corporation is MURPHY'S INVESTMENT SERVICES, INC.

ARTICLE TWO

The principal office of the corporation, the mailing address for the corporation, the street address of the corporation's initial registered office is:

6531 SE Federal Highway
F-202
Stuart, FL 34997

ARTICLE THREE

The name of the registered agent at the above address is:

William F. Murphy
6531 SE Federal Highway
F-202
Stuart, FL 34997

ARTICLE FOUR

The corporation is authorized to issue 100 shares of common stock at \$1.00 par value. Initially there shall be only one class

of stock. All of said stock shall be payable in cash, real or personal property, or labor in lieu of cash, at fair market value.

ARTICLE FIVE

The corporation elects to have preemptive rights, so that the shareholders of the corporation have the right to acquire proportional amounts of the corporation's unissued shares upon the decision of the Board of Directors to issue them, such preemptive rights shall be granted on uniform terms and conditions prescribed by the Board of Directors.

ARTICLE SIX

The life of the corporation shall be perpetual unless otherwise amended at later date, and shall commence on the date of filing of these articles.

ARTICLE SEVEN

The corporation shall provide full service stock, bond, mutual funds, insurance and all other investment services.

ARTICLE EIGHT

The corporation shall initially have one director which number may be increased or decreased from time to time by majority vote of the shareholders, but which may never be less than one.

ARTICLE NINE

The name and address of the individual who is the incorporator:

William F. Murphy

6531 SE Federal Highway
F-202
Stuart, FL 34997

ARTICLE TEN

The general officers and the names of the individuals who shall initially serve in such offices are as follows:

President	William F. Murphy
Vice-President	William F. Murphy
Secretary	William F. Murphy
Treasurer	William F. Murphy

ARTICLE ELEVEN

The name and post office address of the subscribers to these Articles of Incorporation, the number of shares they agree to take and value of the consideration to be paid therefor is as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
William F. Murphy	6531 SE Federal Hwy. F-202 Stuart, FL 34997	100	\$100.00

ARTICLE TWELVE

The By-Laws of the corporation shall be established at the first meeting of the Board of Directors. They may be amended or rescinded by majority vote of the Board of Directors from time to time.

ARTICLE THIRTEEN


Meetings of the Shareholders, Board of Directors and Officers may be conducted, upon proper notice, by telephone or through

facsimile machine should the officers, directors or shareholders be unable to attend meetings physically.

ARTICLE FOURTEEN

After incorporation, the corporation may adopt a plan agreeable to an consistent with Section 1244 of the Internal Revenue Code in connection with offering the stock of the corporation. Additionally, the corporation reserves the right to make an election as a Subchapter "S" corporation agreeable to the provisions of the U.S. Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 3rd day of February, 1997.


WILLIAM F. MURPHY

STATE OF FLORIDA)
)
COUNTY OF MARTIN)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared WILLIAM F. MURPHY who is personally known to me to be the person who executed the foregoing Articles of Incorporation and who identified herself by Florida Drivers License # PERSONALLY KNOWN she acknowledged before me that he executed these Articles of Incorporation, and that they are true and correct.

SWORN to and subscribed before me on this 3rd day of February, 1997.


Notary Public
State of Florida at Large

My commission expires:

JOSEPH A MURPHY III
My Commission CC394224
Expires Jul. 20, 1998
Bonded by HAI
800-422-1555



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JOSEPH A MURPHY III
My Commission CC394224
Expires Jul. 20, 1998
Bonded by HAI
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CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act:

First -- That MURPHY'S INVESTMENT SERVICES, INC. desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation at City of
Stuart, County of Martin, State of Florida has named WILLIAM F.
MURPHY 6531 S.E. Federal Highway, Stuart, FL 34997 being in the
County of Martin, State of Florida, as its agent to accept service
of process within this State.

ACKNOWLEDGMENT;

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By: William F. Murphy
WILLIAM F. MURPHY
Registered Agent

Date: 2/3/97

FILED
97 FEB 13 PM 3:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA