TÄLLAHASSEE, FLORIDA

February 13, 1997

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314 900002089769--1 -02/17/97--01121--008 *****78.75 ******78.75

Re: FINANCIAL MEDIATION SERVICES, INC.

Greetings:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with my check to cover the following expenses:

Filing Fee	\$35.00
Certificate of Status	8.75
Registered Agent Fee	35.00
TOTAL	\$78.75

Upon filing please call this office with date of filing and corporation number. Also, please return the enclosed copy of the articles with your stamp on it showing the filing date.

Cordially yours,

THE LEGAL CENTER

Kent W. Davis

Attorney

KWD/ps

Encl.

AH 2/20/57

6572 Seminole Boulevard, Suite 9 Seminole, Florida 34642 Telephone (813) 393-8822 ARTICLES OF INCORPORATION

OF

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FILED

TALLAHASSLE, FLORIDA

FINANCIAL MEDIATION SERVICES, INC.

(A Corporation for Profit)

These Articles of Incorporation are signed and delivered by the undersigned for the purpose of forming a coporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

Financial Mediation Services, Inc.

ARTICLE II. EXISTENCE

This Corporation shall exist perpetually.

ARTICLE III. GENERAL PURPOSES

The general purposes for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated pursuant to Chapter 607, Florida Statutes.

ARTICLE IV. 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 a nominal or par value of \$1.00 per share.

ARTICLE V. PRINCIPAL OFFICE

The principal office, if known, or the mailing address of the corporation is: 12384 - 102nd St. N.

Largo, FL 33773

ARTICLE VI. REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and office of this corporation is:

John R. Watkins
12384 - 102nd St. N.
Largo, FL 33773

ARTICLES VII. INCORPORATOR

The name(s) and address(es) of the incorporator(s) is/are:

John R. Watkins 12384 - 102nd St. N. Largo, FL 33773

ARTICLE VIII. MANAGEMENT BY SHAREHOLDERS

This corporation shall not have more than 35 shareholders nor shall it have directors. The business affairs of the corporation and all the corporate powers shall be managed and exercised under the direction and authority of the shareholders.

ARTICLE IX. BY LAWS

The By-Laws, agreements, resolutions, and consents of this corporation as adopted by the shareholders shall govern all matters pertaining to the corporation not otherwise set forth in these Articles of Incorporation.

	IN	WIT	NESS	WH	EREO	F,	I	have	hereunt	se	t my	hand	and	seal,	
this	1	3th	day	of		Feb	ru	ary			, 19	97.			
JOHN	Un,	RI	Sati	Sinc	٠.										
JOHN	R.	WAT	KINS		Inco	orp	ora	tor					Inc	corpor	ator

STATE OF FLORIDA COUNTY OF PINELLAS

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00011 01 1212201
The foregoing instrument was acknowledged before me this
13th day of February , 1997, by
John R. Watkins , who is/are personally
known to me or who has/have produced a driver's license
as identification and who did (did not) taken an oath.
KENT W. DAVIS Notary Public, State of Florida My Comm. Expires May 10, 1998 No. CC371463 KENT W. DAVIS Notary Public My Commission Expires:
ACCEPTANCE BY REGISTERED AGENT
Having been named as registered agent for
Financial Mediation Services, Inc.
at the place designated in the foregoing articles, namely 12384 - 102nd St. N. Largo, FL 33773
I HEREBY AGREE to act in this capacity, and to comply with
all Florida Statutes relative to the performance of my duties.
Dated this 13th day of February , 1997.

REGISTERED AGENT JOHN R. WATKINS