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PLUS FINANCIAL SERVICES INC.
8051 N. TAMiami TR. STE 12
SARASOTA, FL 34243

941) 58-9119

City/State/Zip

Phone #

8000000000000000
-04/20/97-000000000000
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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. SUNSET FINANCIAL INC. (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Walk in Pick up time _____ Certified Copy
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<input type="checkbox"/>	NonProfit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Henry Duquoy
 CORRECT address under
 LATE signature
 LOS. L.A.M. *PK*

Examiner's Initials PK 4/3/97

3/30/97

Division of Corporations
Department of State
P. O. 6327
Tallahassee, FL 32314

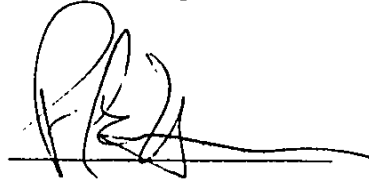
Dear Sirs:

Enclosed please find Articles of Incorporation for **SUNSET
FINANCIAL INC.** along with a check in the amount of \$70.00 for the
filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this
to me with the filing date stamped on it.

Thank you.

Yours truly,

A handwritten signature in black ink, appearing to be 'R. R. A.', written over a horizontal line.

ARTICLES OF INCORPORATION

1. The name of the corporation is:

SUNSET FINANCIAL INC.

2. The principal place of business and mailing address of the corporation is:

8051 TAMiami TR. N. #13, SARASOTA, FL 34243

3. The corporation shall have the authority to issue **10,000,000** shares of common stock, in one class only, each with a par value of **\$1.00**.

4. The registered agent of the corporation is **ROBERT E. NUNES** and the registered address is **8051 TAMiami TR. N. #13, SARASOTA, FL 34243**

5. The initial Board of Directors shall have 1 member(s) whose name(s) and address(es) is/are as follows:

ROBERT E. NUNES 8051 TAMiami TR. N. #13, SARASOTA, FL

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

6. The incorporator of this corporation is **ROBERT E. NUNES** whose address is **8051 TAMiami TR., N. # 13, SARASOTA, FL**

Dated **APR. 1, 1997**

ROBERT E. NUNES

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated APR. 1, 1997


ROBERT E. NUNES
INCORPORATOR/REGISTERED AGENT