

P97000031405

3/18/97

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

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

Dear Sirs:

Enclosed please find Articles of Incorporation for **ProPar, 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,

*Steve B. Jule*

FILED  
97 APR -7 AM 8:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APR 8 1997 BSB  
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-04/08/97--01142--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

ARTICLES OF INCORPORATION

1. The name of the corporation is:

**ProPar, Inc.**

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

**4216 36th St. W., Bradenton, FL 34205**

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 **Stephen B. Tucker** and the registered address is **4216 36th St. W., Bradenton, FL 34205**

5. The initial Board of Directors shall have 3 member(s) whose name(s) and address(es) is/are as follows:

<b>Stephen B. Tucker</b>	<b>4216 36th St. W., Bradenton</b>
<b>Ghent Lummis</b>	<b>840 Siesta Key Cr. Sarasota, Fl</b>
<b>Douglas Garry West</b>	<b>4830 Estrada De Costia, Sarasota, Fl</b>

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 **Stephen B. Tucker** whose address is **4216 36th St. W., Bradenton, FL 34205**

Dated Mar. 17, 1997

  
Stephen B. Tucker

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 Mar. 17, 1997

  
Stephen B. Tucker

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