

P97 0000064423

E. EUGENE ANDERSON  
1301 Seminole Boulevard  
Suite 140  
Largo, Florida 33770

July 8, 1997

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: CHALLENGE FINANCIAL INVESTORS CORP.

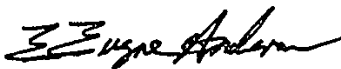
Dear Sir/Madam:

Enclosed herewith you will find the Articles of Incorporation for the above referenced corporation. Also enclosed is my check in the amount of Seventy and No/100 Dollars (\$70.00) representing the filing fee incurred herein.

Please file the Articles of Incorporation and send me a confirmation notice at your earliest convenience.

Thanking you in advance for your anticipated cooperation.

Sincerely,



E. Eugene Anderson

EEA/pa

Enclosure

300002236183--3  
-07/11/97-01096--009  
\*\*\*70.00 \*\*\*70.00

FILED  
97 JUL 25 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W97-16218

AL JUL 25 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 14, 1997

E. EUGENE ANDERSON  
1301 SEMINOLE BLVD., SUITE 140  
LARGO, FL 3370

SUBJECT: CHALLENGE FINANCIAL INVESTORS CORP.  
Ref. Number: W97000016218

We have received your document for CHALLENGE FINANCIAL INVESTORS CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent.")

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Agnes Lunt  
Corporate Specialist

Letter Number: 597A00036016

*Thank,  
This is the  
copy. E. Anderson*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CHALLENGE FINANCIAL INVESTORS CORP.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract and hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CHALLENGE FINANCIAL INVESTORS CORP.

The principal place of business of this corporation shall be at 1301 Seminole Boulevard, Suite #140, Largo, Florida 33770.

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 1,000,000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1301 Seminole Boulevard, Suite #140, Largo, Florida 33770, and the name of the initial registered agent of the corporation at that address is E. Eugene Anderson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one or more officers and one or more directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

E. Eugene Anderson  
Pres./Dir.

14377 Yacht Club Boulevard  
Seminole, Florida 33776

Harold Barian  
Vice Pres./Dir.

504 Lillian Drive  
Madeira Beach, Florida 33708

ARTICLE VII. INCORPORATOR

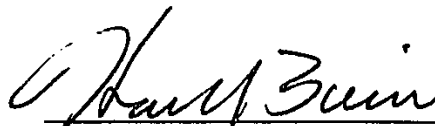
The name and street addresses of the incorporators to these Articles of Incorporation are:

E. Eugene Anderson  
14377 Yacht Club Boulevard  
Seminole, Florida 33776

Harold Barian  
504 Lillian Drive  
Madeira Beach, Florida 33708

IN WITNESS WHEREOF, the undersigned E. Eugene Anderson and Harold Barian have hereunto set their hand and seal on the 8 day of July, 1997.


  
E. Eugene Anderson

  
Harold Barian

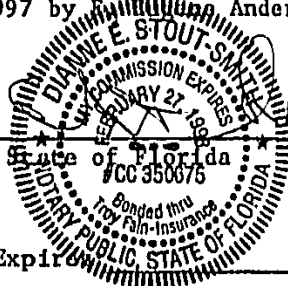
STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 8th day of July, 1997 by E. Eugene Anderson and Harold Barian.

  
Notary Public, State of Florida

My Commission Expires



FILED  
97 JUL 25 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

I, E. EUGENE ANDERSON, being familiar with obligations of the position,