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THE UNITED STATES CORPORATION	•
ACCOUNT NO. : 07210000032	
REFERENCE: 458551 71324	747
AUTHORIZATION: Tatucia	- Jugut
COST LIMIT : \$ 70.00	
ORDER DATE : July 10, 1997	
ORDER TIME : 1:16 PM	4000022293746
ORDER NO. : 458551-005	
CUSTOMER NO: 7132474	
CUSTOMER: Mr. Todd M. Lavelle . MR. TODD LAVELLE	91
143 Cherry Creek Circle	(= -)
Winter Springs, FL 32708	
DOMBOTTO BILINO	:? 1)
domestic filing Finall	<u> </u>
NAME: KEEPA, INC.	
EFFECTIVE DATE:	
XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP	ILING: N91-16121
PLEASE RETURN THE FOLLOWING AS PROOF OF F	ILING: 101
CERTIFIED COPY	M, E 13
XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING	-)
CONTACT PERSON: Warren Whittaker	
EXAMINER'S	
	S: Ta

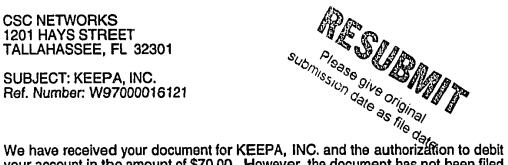
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 14, 1997

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301



your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

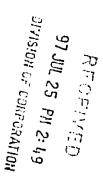
The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return 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) 487-6923.

Doris McDuffie Corporate Specialist Supervisor

Letter Number: 497A00035870



ARTICLES OF INCORPORATION

MILE IN SILORIDA

OF

KEEPA FINANCIAL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

KEEPA FINANCIAL, INC.

The address of the principal office of this corporation shall be 143 Cherry Creek Circle, Winter Springs, Florida 32708, and the mailing address of the corporation shall be the same.

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 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Todd Lavelle Dir.

143 Cherry Creek Circle Winter Springs, Florida 32708

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on July 11, 1997.

It's Agent, Deborah D. Skipper Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: New Deborah D. Skipper
It's Agent, Deborah D. Skipper
Authorized Service Representative
Corporation Service Company

JKN/RWW