TRANSMITTAL LETTER

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

EFFECTIVE DATE 9-1-97

SUBJECT:	PARKER FINANCIAL SERVICES, INC.
	(Proposed comparate name - must include suffix)

900002276669--6 -08/25/97--01164--009 ****131.25 ****131.25

FROM: _	ANN HOGG AND LARRY PARKER
	Name (Printed or typed)
	3078 NORTH TAMIAMI TRAIL, SUITE #200
	Address
	NAPLES, FL 34103
	City, State & Zip
	941-262-2279
	Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF PARKER FINANCIAL SERVICES, INC.





THE UNDERSIGNED, acting as joint incorporators of a corporation to be formed under the Florida General Corporation Act, adopts the following Articles of Incorporation with an effective date of September 1, 1997:

ARTICLE I

The name of the Corporation (hereinafter, the "Corporation") is Parker Financial Services, Inc.

whose principal office is 3078 North Tamiami Trail, Suite #200, Naples, Florida 34103.

ARTICLE II

The purpose of purposes for which the corporation is organized are:

To engage in the transaction of any or all lawful business of which corporations may be incorporated under the provisions of the Florida General Corporation Act.

ARTICLE III

The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock, and the par value of each such share is One Dollar (\$1.00), amounting to the aggregate of Ten Thousand Dollars and No/100 Cents (\$10,000.00).

ARTICLE IV

The street address of the initial registered office of the corporation is 3078 North Tamiami Trail, Suite 200, Naples, Florida 34103, and the name of its initial registered agent at such address is Larry Parker.

ARTICLE V

The number of directors constituting the initial Board of Directors of the Corporation is two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors shall have been elected and qualified are as follows:

Larry Parker 725 Ketch Drive Naples, FL 34102 Ann E. Hogg 558 Corbel Drive Naples, FL 34110

ARTICLE VI

The name and addresses of the incorporators are Larry Parker, 725 Ketch Drive, Naples, Florida 34102 and Ann E. Hogg, 558 Corbel Drive, Naples, Florida 34110.

IN WITNESS WHEREOF, the undersigned, being the incorporators hereinbefore named, for the purpose of forming a corporation under the Florida General Corporation Act, has executed these Articles of Incorporation this Act, and of August, 1997.

Larry Parker, Incorporator

Ann E. Hogg, Incorporator

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing Articles of Incorporation were acknowledged before me this 2/5t day of August, 1997 by Larry Parker and Ann E. Hogg, as joint incorporators of Parker Financial Services, Inc. They are personal known to me or have produced ______ as identification and did not take an oath.

Notary Public - Signature

My Commission Expires:

SUSANNE RILEY
MY COMMISSION # CC353207 EXPIRES
March 6, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public - Printed Name Commission No.

(Seal)

ACCEPTANCE BY REGISTERED AGENT

Larry Parker, having been designated to act as registered agent, hereby agrees to act in this capacity.

Larry Parker

SECRETARY OF STATEMS IN ISLOW OF CORPORATIONS