TRANSMITTAL LETTER

DEPARTMENT OF STATE DIVISION OF CORPORATIONS P. O. BOX 6327 TALLAHASSEE, FLORIDA 32314

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PARSONS FINANCIAL SERVICES, INC.

SUBJECT: PARSONS FINANCIAL SERVICES, INC.

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION AND OUR CHECK FOR \$122.50.

FROM WALTER C. PARSONS II 328 WEST OAK STREET KISSIMMEE, FLORIDA 34741 (407) 846-2934

ARTICLES OF INCORPORATION

OF

97 SEP 23 PH 1: 01

PARSONS FINANCIAL SERVICES, INC.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE: PARSONS FINANCIAL SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE: 328 WEST OAK STREET KISSIMMEE, FLORIDA 34741

ARTICLE III SHARES

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: ONE HUNDRED (100).

ARTICLE IV DIRECTORS

THIS CORPORATION SHALL INITIALLY HAVE ONE (1) DIRECTOR:
WALTER C. PARSONS II
328 WEST OAK STREET
KISSIMMEE, FLORIDA 34741

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

WALTER C. PARSONS II

328 WEST OAK STREET

KISSIMMEE, FLORIDA 34741

ARTICLE VI INCORPORATORS

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

WALTER C. PARSONS II 328 WEST OAK STREET KISSIMMEE, FLORIDA 34741

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 19th DAY OF SEPTEMBER, 1997.

WALTER C. PARSONS II

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

PERSUANT TO THE PROVISIONS OF SECTIONS 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: PARSONS FINANCIAL SERVICES INC.

SEP 23 PH I: 0

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS

WALTER C. PARSONS II

328 WEST OAK STREET

KISSIMMEE, FLORIDA 34741

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

WALTER C. PARSONS II

September 19, 1997