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WILLS, TRUSTS &
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December 12, 1997

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

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-12/16/97-01008--021
*****70.00 *****70.00

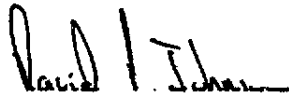
RE: MERCANTILE WORLDWIDE FINANCIAL SERVICES, INC.

Enclosed are the original Articles of Incorporation for the above named proposed Florida corporation.

Also enclosed is a check in the amount of \$70.00 representing the fees for filing and Designation of Resident Agent.

Thank you for your assistance in this matter.

Very truly yours,



DAVID P. JOHNSON

Enclosure

cc: file

DPJ:nlh

9N 12-17-97

ARTICLES OF INCORPORATION OF MERCANTILE WORLDWIDE FINANCIAL SERVICES, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is MERCANTILE WORLDWIDE FINANCIAL SERVICES, INC.

ARTICLE II

The address of the principal office of the Corporation is 7850 Allen Robertson Pl., Sarasota, Florida 34240. The mailing address of the Corporation is 7850 Allen Robertson Pl., Sarasota, Florida 34240.

ARTICLE III

The number of shares the Corporation is authorized to issue is Seven Thousand, Five Hundred, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV

The street address of the Corporation's initial registered office is 7850 Allen Robertson Pl., Sarasota, Florida 34240. The initial Registered Agent for the Corporation at that address is RICHARD E. KRAMER.

ARTICLE V

The name and address of the person signing these Articles of Incorporation as Incorporator is:

<u>Name</u>	<u>Address</u>
Richard E. Kramer	7850 Allen Robertson Pl. Sarasota, Florida 34240

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11th day of DECEMBER, 1997.

Richard E. Kramer
RICHARD E. KRAMER

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MERCANTILE WORLDWIDE FINANCIAL SERVICES, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Date: 12/11/97

Richard E. Kramer
RICHARD E. KRAMER

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