98000011815

Articles of Incorporation

Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

SUBJECT:

Victory Financial Group, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$ 70

FROM:

Name Ronald C. Keeling

Address: P.O Box 48295

City, State & Zip: St. Petersburg, Fl 33743

Telephone: 813-550-0641

ROW K. GAVE **AUTHORIZATION BY PHONE TO** CORRECT CORP. SUFFIX DATE 2-5- 98 DOC. EXAM _AN_

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*****70.00 *****70.00

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

gN 2-5-98

ARTICLES OF INCORPORATION OF

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 607, Florida Statutes, adopt(s) the following Articles of Incorporation.:

ARTICLE I - NAME

Name of Corporation: Victory Financial Group, INC.

ARTICLE II - REGISTERED OFFICE AND AGENT

Name and Address of Resident Agent:

Ronald C. Keeling

P.O. Box 48295, St. Petersburg, FI 33743

Street Address of Principal Office: & REGISTERED AGENT ADDRESS:

25 Second Street N., Suite 203

St. Petersburg, Fl 33701

ARTICLE III - AUTHORIZED SHARES

Number of shares: 1000

If there is more than one class of shares, shares with rights and preferences, list such information

on "Exhibit A."

ARTICLE IV - INCORPORATORS

The name(s) and Addresses) of the incorporator(s) of the corporation:

NAME

NUMBER AND STREET

CITY STATE ZIP CODE

Ronald C. Keeling

25 Second Street N. Suite 203 St. Petersburg Fl

33701

In Witness Whereof, the undersigned being all the incorporators of said corporation execute these Articles of Incorporation and verify, subject to penalties of perjury, that the statements contained herein are true, this 31st day of January 1998

Printed Name Romaco C. Kecling

Signature

Printed Name

Signature

Printed Name

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: Victory Financial Group, Iwc
- 2. The name and address of the registered agent and office is:

(Name): Ronald C. Keeling

(P.O. Box NOT Acceptable) 25 Second Street N., Suite 203

(City/State/Zip) St. Petersburg, Fl 33701

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.

SIGNATURE:

DATE: 2/2/98

REGISTERED AGENT FILING FEE: \$35.00

Division of Corporations, PO Box 6327, Tallahassee, FL 32314