

FLORIDA MANAGEMENT SERVICES

Independent Accountants in Public Practice

P98000021852

02/08/98

Florida Department of State
Corporate Records
P. O. Box 6327
Tallahassee, Florida 32301

700002427787--6
-02/11/98-01069-016
****122.50 ****122.50

Re: Incorporation Application - A GROUP FINANCIAL SERVICES, INC.

Attached are the Articles of Incorporation for the above
referenced Corporation and the necessary filing fees as follows:

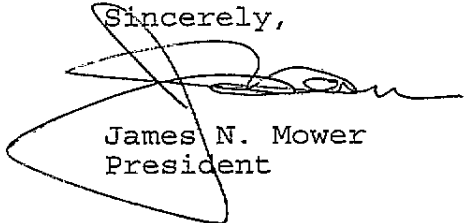
Filing fees:	\$35.00
Designation of Registered Agent:	\$35.00
Certified Copy:	\$52.50

	\$122.50
	=====

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -9 PM 1:05

Please send the certified copy of the articles to the address
below.

Sincerely,


James N. Mower
President

W98-3106
BT
3/9

5201 West Kennedy Blvd., Suite 530, Tampa, Florida 33609
Phone (813) 870-3292 ~ Fax (813) 286-9604 ~ E-Mail FIMgmt@aol.com



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 11, 1998

JAMES N. MOWER
FLORIDA MANAGEMENT SERVICES
5201 W. KENNEDY BLVD., STE. 530
TAMPA, FL 33609

SUBJECT: A GROUP FINANCIAL SERVICES, INC.
Ref. Number: W98000003106

We have received your document for A GROUP FINANCIAL SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 the original and one copy of 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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 098A00007940

ARTICLES OF INCORPORATION
OF

A GROUP FINANCIAL PLANNING CORPORATION

The undersigned subscriber to these Articles of Incorporation,
a natural person competent to contract, hereby forms a corporation
under the laws of the State of Florida.

FILED IN STATES
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAR -9 PM 1:05

ARTICLE I. NAME AND ADDRESS

The name and principal address of the corporation shall be:

A GROUP FINANCIAL PLANNING CORPORATION

5201 W. Kennedy Blvd., Suite 530
Tampa, Florida 33709

ARTICLE II. NATURE OF BUSINESS

The 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 7,500 shares
of common stock having a par value of \$1 per share.

ARTICLE IV. REGISTERED AGENT ADDRESS

The street address of the initial registered office of the
corporation shall be: 5201 W. Kennedy Blvd., Suite 530
Tampa, Florida 33709

The name and written acceptance of the initial registered agent of
the corporation at that address is as follows:

"I hereby am familiar with and accept the duties and responsibilities
as registered agent for said corporation."

James N. Mower

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The corporation shall have one director, initially. The name and street address of the initial member of the Board of Directors is:

Director James N. Mower
5201 W. Kennedy Blvd., Suite 530
Tampa, Florida 33709

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President/Secretary James N. Mower
5201 W. Kennedy Blvd., Suite 530
Tampa, Florida 33709

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is: James N. Mower
5201 W. Kennedy Blvd., Suite 530
Tampa, Florida 33709

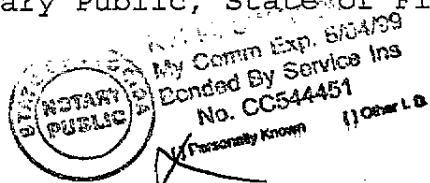
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 1st day of March, 1998.

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 1st day of March, 1998.

Notary Public, State of Florida



FILED
SECRETARY OF CORPORATIONS
98 MAR -9 PM 1:06