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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 24 AM 11:52

September 17, 1998

Secretary of State
State of Florida
Division of Corporations
The Capitol
Tallahassee, Florida 32304

900002647889--2
-09/24/98--01026--019
***122.50 ***122.50

RE: NEWCO FINANCIAL SERVICES, INC

Dear Sir:

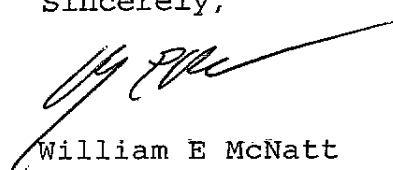
Enclosed please find the original and one copy of the Articles of Incorporation of NEWCO FINANCIAL SERVICES, INS., together with the Certificate Designating Registered Agent and Street Address for Service of Process Within Florida. Also enclosed is my check in the amount of \$122.50 to cover the following fees and tax:

1. \$35.00 - Filing of Articles of Incorporation
2. \$35.00 - Designation of Registered Agent
3. \$52.50 - Certified copies of Articles of Incorporation

Please certify the enclosed copy of the Articles of Incorporation and return same to me in the envelope provided.

Thank you very much for your cooperation in this matter.

Sincerely,


William E McNatt

D. BROWN SEP 25 1998

ARTICLES OF INCORPORATION
OF
NEWCO FINANCIAL SERVICES, INC.

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ARTICLE I - NAME

The name of this Corporation is NEWCO FINANCIAL SERVICES, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSES

This Corporation is organized to include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes (1975) as presently enacted and as it may be amended from time to time.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,000 shares of \$1.00 par value common stock, which shall be designated as "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock or authorized but unissued stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others..

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this

Corporation is 12210 U. S. Highway 301 South, Dade City, Florida 33525 and the name of the initial registered agent of this Corporation at that address is WILLIAM McNATT.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have One director(s) initially. The number of directors may be either increased or diminished from time to time by the By-laws but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
William McNatt	12210 U. S. Highway 301 South Dade City, Florida 33525

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these Articles are:

William McNatt	12210 U. S. Highway 301 South Dade City, Florida 33525
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ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - PRINCIPAL OFFICE

The principal office of the corporation will be at:

12210 U. S. Highway 301 South
Dade City, Florida 33525

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed
these Articles of Incorporation this 18 day of September, 1998.


WILLIAM MCNATT

STATE OF FLORIDA

COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 18
day of September, 1998 by William McNatt, who is personally known
to me or who has produced a driver's license or a non-driver's I.D.
issued by a state of the United States as identification and who
took an oath.

Lori Sanchez

(Signature)

Lori Sanchez

(Printed Name)

Notary

(Title)

m253-925-41-268-0 FL DL

(Serial No.)



LORI SANCHEZ
Notary Public, State of Florida
My Commission Expires 11-19-2001
Commission No: 697419


CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

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Pursuant to Florida Statute 48.091, NEWCO FINANCIAL SERVICES, INC., desiring to organize under the laws of the State of Florida, hereby designates WILLIAM McNATT, as its Registered Agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as Registered Agent to accept service of process for the above named corporation, at the place designated above, and agrees to comply with the provisions of Florida Statute 48.091(3) relative to maintaining an office for the service of process.



WILLIAM McNATT