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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 28 AM 10:14

September 14, 1998

Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: The Helaman Group, Inc.

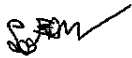
Enclosed is an original and one (2) copies of the articles of incorporation and our check for \$131.25.

FROM:

Lee Brown
2998 S.E. Orchid St.
Stuart, Florida 34997
(561)288-6212

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****131.25 ****131.25

Very truly yours,



Lee Brown

LB:kb

Encls.

D. BROWN SEP 29 1998

ARTICLES OF INCORPORATION

OF

THE HELAMAN GROUP, INC.

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The undersigned incorporators, 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: The Helaman Group, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
2998 SE Orchid Street, Stuart, FL 34997

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Lee Brown, 2998 SE Orchid Street, Stuart, Florida 34997.

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are: Lee Brown, 2998 SE Orchid Street, Stuart, Florida 34997, and Kathleen M. Brown, 2998 SE Orchid St., Stuart, Florida 34997.

ARTICLE VI OFFICERS

The President of the corporation shall be Lee Brown, whose address is 2998 SE Orchid St., Stuart, FL 34997, and the Secretary shall be Kathleen M. Brown, whose address is 2998 SE Orchid St., Street, FL 34997.

ARTICLES OF INCORPORATION
THE HELAMAN GROUP, INC.

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ARTICLE VII BUSINESS ACTIVITIES

The Helaman Group, Inc. will conduct the following business activities:

- A. General Trade
- B. Consulting
- C. Training and Seminars
- D. Trade Stocks and Stock Options including Calls, Covered Calls, Puts, and Naked Puts

The undersigned incorporators have executed these Articles of Incorporation this 1st day of
September 1998





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CERTIFICATE OF DESIGNATION

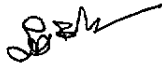
REGISTERED AGENT/REGISTERED OFFICE

Pursuant 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: The Helaman Group, Inc.
2. The name and address of the registered agent and office is:

Lee Brown
2998 SE Orchid St.
Stuart, FL 34997

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 Sept. 1, 1998