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October 7, 1998

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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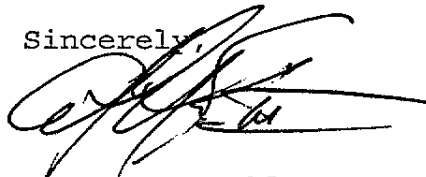
Re: Mama's Money, Inc.

To Whom It May Concern:

Please find enclosed original Articles of Incorporation of Mama's Money, Inc., and Certificate of Designation of Registered Agent/Registered Office along with this firm's check No. 005491 in the amount of \$78.78 in payment of filing fee.

Should you need further information please do not hesitate to contact me.

Sincerely,



Ernest H. Kohlmyer, III

BHK:jwc
Enclosures

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION OF
MAMA'S MONEY, INC.**

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this corporation is MAMA'S MONEY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing from the date of filing of these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock, each having no par value, which shall be designated common shares.

ARTICLE V - PRINCIPAL PLACE OF BUSINESS

The initial address of the principal place of business of this corporation shall be located at
89 Geneva Drive, Oviedo, Florida 32765

ARTICLE VI- REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of this corporation shall be Bell, Leeper, & Roper, P.A. c/o Ernest H. Kohlmyer, III, Esquire at that address of 605 East Robinson Street, Suite 200, Orlando, FL 32801.

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ARTICLE VII - DIRECTORS

This corporation shall have two directors initially. The number of directors may either increase or diminish from time to time by the by-laws but shall never be less than one (1). The name and address of the initial directors are of this corporation are:

Concepcion Legg
629 Buckingham Drive
Oveido, FL 32765

Patricia K. Brannock
1050 Neely Street
Oviedo, FL 32765

ARTICLE VIII - SUBSCRIBERS

The names of the subscribers of these Articles of Incorporation and a statement as to the number of shares of stock which they agree to take is as follows:

Concepcion Legg	500 shares
Patricia K. Brannock	500 shares

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - DIRECTORS COMPENSATION

The Shareholders of this corporation shall have the exclusive authority to fix the compensation of the Directors of this corporation.

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5th day of October, 1998.



Ernest H. Kohlmyer, III, Esquire
Incorporator

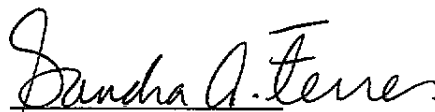
STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 5th day of October, 1998 by Ernest H. Kohlmyer III, who is personally known to me or who has produced as identification and who did (did not) take an oath.



Sandra A. Ferrer
Commission # CC 741268
Expires June 20, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.



Notary Public
Commission No. CC 741268

Sandra A. Ferrer

(Name of Notary typed, printed or stamped)

(SEAL)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

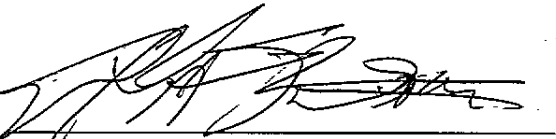
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507 FLORIDA STATUTES, THE UNDERSIGNED PROFIT CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is **Mama's Money, Inc.**

The name and address of the registered agent is:

Bell, Leeper & Roper, P.A.
Attn: Ernest H. Kohlmyer, III, Esquire
605 East Robinson Street, Suite 200
Orlando, Florida 32801

Having been named as registered agent and to accept service of process of 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.



Ernest H. Kohlmyer, III, Esquire

10-5-98.

Date

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