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<u>CSC</u>	THE UNITED STATES CORPORATION
	COMPANY

ACCOUNT NO. : 07210000032

REFERENCE :

AUTHORIZATION :

COST LIMIT :

\$ 70.00

ORDER DATE: November 5, 1998

ORDER TIME : 10:28 AM

ORDER NO. : 023607-005

CUSTOMER NO: 7126668

CUSTOMER: Mr. James Amburn

EURO-AMERICAN FINANCIAL

EURO-AMERICAN FINANCIAL

Suite 1

5117 Castello Drive Naples, FL 34103

DOMESTIC FILING

NAME:

DIRECT TRADING, INC.

____ CERTIFICATE OF LIMITED PARTNERSHIP

EFFECTIVE DAL ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNEF FOLLOWING AS PROC PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

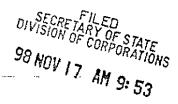
_ CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

DIRECT TRADING, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

DIRECT TRADING, INC.

The address of the principal office of this corporation shall be 5117 Castello Drive, Suite 1, Naples, Florida 34103, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This 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 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 5117 Castello Drive, Suite 1, Naples, Florida 34103, and the name of the initial registered agent of the corporation at that address is James W. Amburn.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are: 5117 Castello Drive, Suite 1, Dirk Wiese

Naples, FL 34103 Dir.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these
Articles of Incorporation on November 17, 1998.

Its Indoporator, Karen B. Rozar

DBC/ANGIE GLISAR

DIVISION OF CORPORATIONS
98 NOV 17 AM 9: 53

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

James W. Amburn, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

DIRECT TRADING, INC.

James W. Amburn is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

₿y:¹

Typed Name: James W. Amburn