

Thursday, March 4, 1999

Division of Corporations

Page: 1

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)922-4001

EFFECTIVE DATE
3-3-99

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Financial Planning Systems, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	(04)
Estimated Charge	\$78.75

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TALLAHASSEE FLORIDA

BM 3/4/99

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Financial Planning Systems, Inc.

EFFECTIVE DATE

3-3-99

Article II. Address

The mailing address of the Corporation is:
Financial Planning Systems, Inc.
1888 NW 113th Way
Coral Springs FL 33071

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Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Richard Morgan
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Gary Dier

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

William Salgado | FL Bar Member 0147796
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
305-358-7605

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Article V. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

William Salgado

Keith Mack LLP

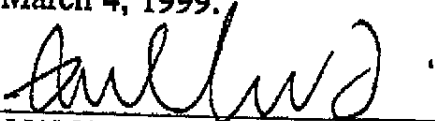
200 South Biscayne Boulevard, 20th Floor

Miami FL 33131-2310

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 3, 1999.

The undersigned incorporator executed these Articles of Incorporation on March 4, 1999.



WILLIAM SALGADO

by L.A. Uriarte as attorney-in-fact

William Salgado | FL Bar Member 0147796
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
305-358-7605

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Financial Planning Systems, Inc.

REGISTERED AGENT/OFFICE:

Richard Morgan

200 South Biscayne Boulevard, 20th Floor

Miami FL 33131-2310

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



RICHARD MORGAN

by L.A. Uriarte as attorney-in-fact

Date: March 4, 1999

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