



THE UNITED STATES
CORPORATION
COMPANY

P99000076921

99 AUG 27 PM 3:03

ACCOUNT NO. : 072100000032

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REFERENCE : 351763 7191801

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 24, 1999

ORDER TIME : 1:13 PM

ORDER NO. : 351763-005

600002968656--9

-08/24/99--01064--014

CUSTOMER NO: 7191801

*****70.00 *****70.00

CUSTOMER: Mr. Richard A. Hightower
DIVERSIFIED FUNDING
DIVERSIFIED FUNDING
Suite 208
100 Executive Way
Ponte Vedra Bea, FL 32082

DOMESTIC FILING

NAME: MUTUAL SUCCESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

PH 8/22/99
W99-19596

RECEIVED
SEP 1 1999
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 24, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: MUTUAL SUCCESS, INC.
Ref. Number: W99000019596

RESUBMIT

Please give original
submission date as file date.

We have received your document for MUTUAL SUCCESS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 399A00042469

RECEIVED
99 AUG 27 AM 10:34
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

99 AUG 24 PM 3: 04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MUTUAL SUCCESS, INC.

The undersigned, acting as incorporators of a Corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation:

FIRST

The name of the Corporation is MUTUAL SUCCESS, INC.

SECOND

The period of duration of the Corporation is perpetual.

THIRD

The purpose or purposes for which the Corporation is organized are to engage in any activity of business permitted under the Laws of the United States of America and of this State.

FOURTH

The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock with a par value of \$1.00 per share.

Initial Issue: 1,000 shares of the Capital Stock of the Corporation shall be issued for cash, inventory, goods and merchandise at a par value of \$1.00 per share.

Stated Capital: The sum of the par value of all shares of Capital Stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

Dividends: The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the Corporation.

Classes of Stock: The shares of the stock of the Corporation are not to be divided into classes.

No Shares in Series: The Corporation is not authorized to issue shares in series.

FIFTH

The initial street address in Florida of the initial principle office of the Corporation is 100 Executive Way, Suite 208, Ponte Vedra Beach, Florida 32082 and the name of the initial registered agent is Richard A. Hightower whose address is 10617 Quail Ridge Drive, St. Augustine, FL 32095.

SIXTH

The initial Board of Directors shall consist of two (2) members who need not be residents of the State of Florida nor Shareholders of the Corporation.

SEVENTH

The names and addresses of the persons who shall serve as the Directors until the first annual meeting of Shareholders, or until their successors shall have been elected and qualified are as follows:

Richard A. Hightower

10617 Quail Ridge Drive
St. Augustine, FL 32095

Susan B. Hightower

10617 Quail Ridge Drive
St. Augustine, FL 32095

EIGHTH

The names and addresses of the initial incorporators are as follows:

Richard A. Hightower	10617 Quail Ridge Drive St. Augustine, FL 32095
Susan B. Hightower	10617 Quail Ridge Drive St. Augustine, FL 32095

NINTH

The names and addresses of the persons who shall serve as the Officers until the first annual meeting of Shareholders, or until their successors shall have been elected and qualified are as follows:

Richard A. Hightower President	10617 Quail Ridge Drive St. Augustine, FL 32095
Susan B. Hightower Secretary/Treasurer	10617 Quail Ridge Drive St. Augustine, FL 32095

TENTH

Two-thirds consent of the Stockholders of the Corporation shall be required for any Shareholder action.

ELEVENTH

The Shareholders have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a Stockholders' meeting, with not less than a two-thirds vote of the common stock.

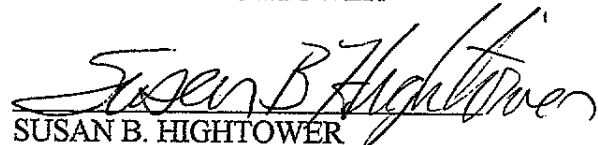
TWELTH

The holders of the common stock of this Corporation shall have pre-emptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of

Directors, such as the shares of the stock of this Corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the Corporation. The pre-emptive right of any holder is determined by the ratio of the authorized and issued shares of stock held by the holder of all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation at Ponte Vedra Beach, St. Johns County, Florida, this 17th day of August, 1999.


RICHARD A. HIGHTOWER


SUSAN B. HIGHTOWER

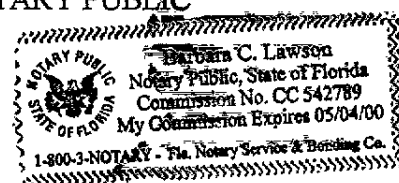
STATE OF FLORIDA

COUNTY OF ST. JOHNS

Before me, the undersigned authority, personally appeared Richard A. Hightower, who is to me well known to be the persons described in and who subscribed to the Articles of Incorporation, and that he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Duval County, Florida this 17th day of Augustine, 1999.


NOTARY PUBLIC



STATE OF FLORIDA

COUNTY OF ST. JOHNS

Before me, the undersigned authority, personally appeared Susan B. Hightower, who is to me well known to be the persons described in and who subscribed to the Articles of Incorporation, and that she did freely and voluntarily acknowledge before me, according to law, that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Atlantic Beach
Duval County, Florida this 17th day of Augustine, 1999.

Barbara C. Lawson
NOTARY PUBLIC
Barbara C. Lawson
Notary Public, State of Florida
Commission No. CC 542789
My Commission Expires 05/04/00
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

ACCEPTANCE

I, the undersigned, being a citizen of St. Augustine, St. Johns County, Florida, do hereby accept the designation of Registered Agent of the above-named Corporation.

Richard A. Hightower
RICHARD A. HIGHTOWER

ACCEPTANCE BY REGISTERED AGENT

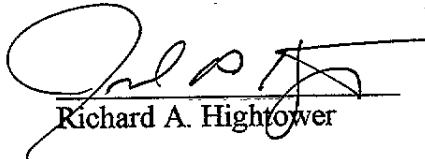
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99 AUG 24 PM 3: 04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept services of process for Mutual Success Corporation at the place designated in the **Fifth Article** of the Articles of Incorporation of said Corporation, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Dated this 17th day of August, 1999.



Richard A. Hightower

STATE OF FLORIDA

COUNTY OF ST. JOHNS

Before me, the undersigned authority, personally appeared Richard A. Hightower, who is to me well known to be the persons described in and who subscribed to the Articles of Incorporation, and that he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at 100 Executive Way
St. Johns County, Florida the 17th day of August, 1999.


NOTARY PUBLIC

