

P99000095423

Mark A. Argo
310 Chadwell Drive
Seffner, Florida 33584

October 6, 1999

Corporate Records Bureau
Division of Corporations, Department of State
P.O. Box 6327
Tallahassee, FL 32301

800002067628--6
-01/24/97-01044-013
****122.50 ****122.50

RE: **Argo Financial Group, Inc.**

Gentlemen:

Enclosed is a Certificate of Incorporation for the above named corporation was incorrectly submitted on January 25, 1997. The charter was returned but the \$122.50 filing fee was kept. Everyone assumed that the correction was made and resubmitted. This did not take place.

Please file the corrected Certificate of Incorporation and return a certified copy to the undersigned at the above referenced address.

Sincerely,



Mark A. Argo

Enclosures

FILED
99 OCT 28 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER OCT 29 1999

W99-15502



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 30, 1997

WILLIAM H. DURKIN
106 W WINDHORST ROAD
STE 101
BRANDON, FL 33510-2429

SUBJECT: ARGO FINANCIAL GROUP
Ref. Number: W97000002304

We have received your document for ARGO FINANCIAL GROUP and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return 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 (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 897A00004841

W99-15502

**ARTICLES OF INCORPORATION
OF
Argo Financial Group, Inc.**

FILED
99 OCT 28 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned subscriber, a natural person, competent to contract, hereby form a corporation for profit under the provisions of Chapter 607, Florida Statutes, and do hereby adopt the following Articles of Incorporation as the Charter of the Corporation.

I. NAME

The name of the corporation shall be:

Argo Financial Group, Inc.

II. TERM OF EXISTENCE

The corporation shall have perpetual existence, unless sooner dissolved pursuant to the provisions of Florida Statutes, Chapter 607.

III. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is sales of insurance, financial plans and investments. The corporation may engage in any activity or business permitted under the laws of the United States of America, and of the State of Florida, including, but not limited to dealing in real, personal, or mixed property of any kind or description; dealing in stocks, bonds, mortgages, securities, notes and commercial papers of any kind; to purchase, hold, sell and transfer shares of its own capital stock, provided that the corporation shall not purchase its own shares of capital stock except from a surplus of its assets over its liabilities including capital.

IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be as follows: One Thousand (1,000) shares of common stock having par value of ONE (\$1.00) DOLLAR per share.

V. ADDRESS

The initial address of this corporation as its principal office in the state of Florida is:

310 Chadwell Drive, Seffner, Florida 33584

VI. DIRECTORS

The number of directors of this corporation shall not be less than one (1) nor more than seven (7).

VII. INITIAL DIRECTORS

The names and street addresses of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Mark A. Argo	310 Chadwell Drive, Seffner, FL 33584

All of said directors are of full age and are citizens of the United States of America.

VIII. SUBSCRIBER

The name and street address of the subscriber of these Articles of Incorporation is:

Mark A. Argo 310 Chadwell Drive, Seffner, FL 33584

IX. SALE OF STOCK

The stockholders may by law provisions or by stockholders agreement recorded in the minute book, impose such restrictions upon sale, transfer, or encumbrance of the stock of this corporation as they see fit.

X. COMPENSATION

The directors, who are also officer of the corporation, are authorized to fix compensation for their services to be rendered as such officers.

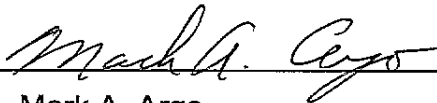
XI. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

XII. DESIGNATION OF RESIDENT AGENT

In pursuance of Chapter 48-091 Florida Statutes, Mark A. Argo, whose address is at 310 Chadwell Drive, Seffner, FL 33584, is appointed resident agent of this corporation to accept service within this State.

IN WITNESS WHEREOF, the undersigned subscriber does hereby set his hand and seal this 19 day of October, 1999.


Mark A. Argo

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48-091, Florida Statutes, the following is submitted, in compliance with said Act;

First - Argo Financial Group, Inc. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the city of Seffner, County of Hillsborough, State of Florida has named Mark A. Argo, located at 310 Chadwell Drive, Seffner, FL 33584, its agent to accept service of process within the state.

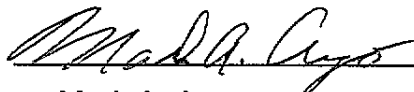
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99 OCT 28 AM 10:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

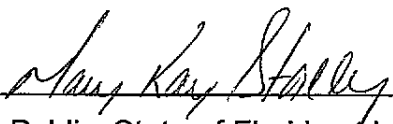

Mark A. Argo

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared Mark A. Argo, to me well known to be the individual, or who showed me _____ as a form of identification and acknowledged before me that he/she executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and state named above this
19 day of October, 1999.


Notary Public, State of Florida at Large.

My commission expires:

MARY KAY STACEY
Notary Public State of Florida
My comm. expires Nov. 7, 1999
Comm. No. GC508567