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Florida Department of State
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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

ALLSTATE FINANCIAL, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT - 9 PM 12:12

B. McKnight OCT - 9 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 9, 2000

FAS-T

SUBJECT: ALLSTATE FINANCIAL, INC.
REF: W00000024319

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

The registered agent and street address must be consistent wherever it appears in your document.

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Neysa Culligan
Document Specialist

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**ARTICLES OF INCORPORATION
OF
ALLSTATE FINANCIAL, INC.**

ARTICLE I: CORPORATE NAME

The name of this corporation is Allstate Financial, Inc.
10800 Biscayne Boulevard, Suite 900
Miami, Florida 33161

ARTICLE II: NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in the business of providing any and all business's permitted under the laws of the State of Florida.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at anyone time is 1,000 shares of \$1.00 par value common stock.

ARTICLE IV: TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V: INITIAL REGISTERED AGENT/CORPORATION ADDRESS

The Registered Agent and the street address of the initial registered office of this Corporation in the State of Florida shall be:

ALBERTO BABANI ESQUIRE
10800 Biscayne Boulevard, Suite 900
Miami, Florida 33161

ARTICLE VI: BOARD OF DIRECTORS

This Corporation shall have One Director initially. The number of Directors may be increased or diminished from time to time by way of bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE VII: INITIAL DIRECTOR

The name of the initial Director and his street address:

Patrick J. Killen
10800 Biscayne Boulevard, Suite 900
Miami, Florida 33161

ARTICLE VIII: INCORPORATOR

The name and street address of the person signing these Article of Incorporation as Incorporator is:

Patrick J. Killen
10800 Biscayne Boulevard, Suite 900
Miami, Florida 33161

ARTICLE IX: AMENDMENT

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, approved at a stockholder's meeting by at least a majority of the Stockholders entitled to vote, unless all the Directors and all of the Stockholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 5th day of October 2000.



Patrick J. Killen

ACCEPTANCE OF REGISTERED AGENT

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

X Albert Babani
Alberto Babani, Esquire
10800 Biscayne Boulevard, Suite 900
Miami, Florida 33161

10/5/2000
Date

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