LAZARUS CORPORATE FILING SERVICE	3/2
(Requestor's Nature)  3320 S.W. 87 AVENUE  (Address)  MIAMI, FLORIDA (305)552-5973  (City, State, Zip) (Phone #)  TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)	OFFICE USE ONLY
CORPORATION NAME(S) & DOCUMENT NUMBER OF ARD FINAN (Corporation Name)  2. (Corporation Name)  3. (Corporation Name)	BER(S) (if known):
4. (Corporation Name)    Walk in   Pick up time   Photocopy   Mail out   Will wait   Photocopy   NEW FILINGS   AMENDM	Certified Copy  Certificate of Status SEE FLORATION  Continue of See Floration  Continue of Status See Flora
Profit  NonProfit  Limited Liability  Domestication  Other  Amendment  Resignation of t  Change of Regist  Dissolution/With	R.A., Officer/Director stered Agent
OTHER FILINGS Annual Report Fictitious Name Name Reservation Reinstatement Trademask Other	ÖN. 400032761740 -06/05/0001044009 *****78.75 *****78.75

## ARTICLES OF INCORPORATION

## RIVERWARD FINANCE INC.

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

## ARTICLE I - CORPORATE NAME

The name of the corporation is RIVERWARD FINANCE INC.

#### ARTICLE II- DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

#### ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activity(ies) or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue initially Five hundred shares (500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

# ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial Registered Agent and the street address of the Initial Registered Agent office is Rafael Ortega Perea, c/o Eduardo Leiseca, EA, 9655 So Dixie Hwy, Suite 113, Miami, FL 33156.

The principal office of the corporation is at c/o Eduardo Leiseca, EA, 9655 So Dixie Hwy, Suite 113, Miami, FL 33156.

## ARTICLE VI - INITIAL DIRECTORS AND OFFICERS

The corporation shall have <u>one</u> (1) director initially. The number of directors may be either increased or diminished from time to time by the Corporate Regulations, but shall never be less than one (1). The name and address of the initial Director and Officer of the corporation is as follows:

#### OFFICERS:

President: Rafael Ortega Perea, c/o Eduardo Leiseca, EA, 9655 So Dixie Hwy, Suite 113, Miami, Fl 33156

## ARTICLE VII – INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is as follows:

Name and Address: Rafael Ortega Perea, c/o Eduardo Leiseca, EA, 9655 So Dixie Hwy, Suite 113, Miami, FL 33156.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this \_27\_ day of May 2000.

Rafael Ortega Pereá

## CERTIFICATE OF ACKNOWLEDGMENT OF REGISTERED AGENT

#### CERTIFICATE OF REGISTERED AGENT

OF

#### RIVERWARD FINANCE INC.

## Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its office as indicated in the Articles of Incorporation, has named Rafael Ortega Perea, c/o Eduardo Leiseca, EA, 9655 So Dixie Hwy, Suite 113, Miami, Fl 33156, as its Registered Agent to accept service of process within this State.

#### ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said Office.