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Florida Department of State  
Division of Corporations  
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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
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**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.**

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**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 5<sup>th</sup> 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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