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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

SOUTH FINANCE SERVICES, CORP.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SOUTH FINANCE SERVICES, CORP.

ARTICLE I - CORPORATE NAME

The name of this corporation is: SOUTH FINANCE SERVICES, CORP.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business 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 any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon execution of these articles.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

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

Jerry M. Dale, Esq.
Law Office of Jerry M. Dale, P.A.
8370 W. Flagler Street
Suite 252
Miami, Florida 33144

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI - CORPORATE OFFICE

The street address of the principal office of the corporation is:

2050 Coral Way
Suite 521
Coral Gables, Florida 33133

THIS DOCUMENT PREPARED BY:
JERRY M. DALE, ESQ.
Florida Bar No.: 191570
LAW OFFICES OF JERRY M. DALE, P.A.
8370 West Flagler Street, Suite 252
Miami, Florida 33144
(305) 559-4962

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ARTICLE VII - BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII - INITIAL DIRECTOR

The name of the initial Director of this Corporation and his street address is:

Eduardo L. Mayes
2050 Coral Way
Suite 521
Miami, FL 33133

The persons named as initial Director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX - OFFICERS

The names of the initial officers of this corporation and their street addresses are:

Eduardo L. Mayes, President/Treasurer/Secretary
2050 Coral Way
Suite 521
Miami, FL 33133

ARTICLE X - INCORPORATOR

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

Jerry M. Dale, Esq.
Law Office of Jerry M. Dale, P.A.
8370 W. Flagler Street
Suite 252
Miami, Florida 33144

ARTICLE XI - AMENDMENT

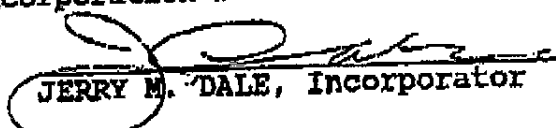
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled

THIS DOCUMENT PREPARED BY:

JERRY M. DALE, ESQ.
Florida Bar No.: 191570
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(305) 559-4962

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to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


JERRY M. DALE, Incorporator

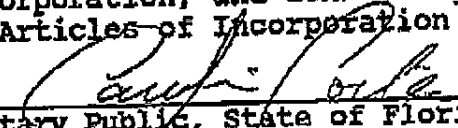
STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared JERRY M. DALE, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on March 7, 2001.

(SEAL)



Carolina Cortes
Commission # CC982393
Expires Nov. 16, 2004
Bonded Through
Atlantic Bonding Co., Inc.


Notary Public, State of Florida
at Large
My commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for SOUTH FINANCE SERVICES, CORP. at the place designated in the Articles of Incorporation, JERRY M. DALE, ESQ. agrees to act in this capacity, and agree to comply with the provisions of Section 48.091 relative to keeping open such office.

Dated March 7, 2001.

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Registered Agent

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