

The Business SuperStore, Inc.
G. Francis and Company
Accounting and Tax Consultants
1515 University Drive, Suite 111
Coral Springs, Florida 33071
(954) 346-7028 Fax (954) 346-9319

April 20, 2001

Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Attention: New Corporation
850-488-9000

000004077570--2
-04/25/01--01071--013
*****78.75 *****78.75

Re: First National Funding Group, Inc.

To Whom It May Concern:

Enclosed please find:

► A check made payable to the Secretary of State for \$ 78.75 _____
in payment of the following:

State Filing Fees

Other _____

► A check made payable to for \$ _____
in payment of the following:

Corporate Book/Kit \$ 58.85

Return Fedex Fee \$ 16.00

File Walk Fee \$ 90.00

Other _____

► **Special Instructions:**

► Please send via US Mail/Fedex or Fax all correspondence relating to this matter to:

The Business SuperStore, Inc.
Global Business Services
C/O Gary Livigne
1515 University Drive, Suite 111
Coral Springs, Florida 33071
Fax (954) 346-9319

Thank You

The Business SuperStore, Inc.
Global Business Services

► If you should have any questions, please contact our office at the above
address or phone numbers.

01 APR 25 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

4/26/01
wcc

FILED
01 APR 25 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLA.

ARTICLES of INCORPORATION

OF

FIRST NATIONAL FUNDING GROUP, INC.

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FIRST NATIONAL FUNDING GROUP, INC.

The principal place of business of this corporation shall be 3351 Palm Aire Drive South, Suite 207 Pompano Beach, Florida 33069; and the mailing address shall be the same.

ARTICLE II. NATURE of BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 3351 Palm Aire Drive South, Suite 207 Pompano Beach, Florida 33069; and the initial registered agent of the corporation is Adriaan J. Lubbe.

ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial members of the Board of Directors are:

Adriaan J. Lubbe, Director
3351 Palm Aire Drive South, Suite 207
Pompano Beach, Florida 33069

ARTICLE VII. INCORPORATOR

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

Adriaan J. Lubbe, President
3351 Palm Aire Drive South, Suite 207
Pompano Beach, Florida 33069

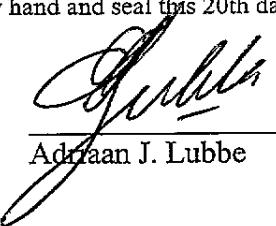
ARTICLE VIII. PRIVATE PROPERTY

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE IX. INDEMNITY

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 20th day of April, 2001.

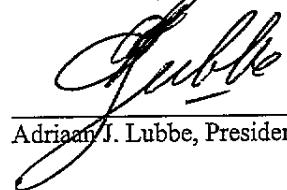


4/23/01

Adriaan J. Lubbe

**ACCEPTANCE of REGISTERED AGENT DESIGNATED
IN ARTICLES of INCORPORATION**

I HEREBY ACCEPT the appointment as the initial registered agent of FIRST NATIONAL FUNDING GROUP, INC. made in the foregoing Articles of Incorporation.

 Adriaan J. Lubbe, President

4/23/01

DATE

FILED
01 APR 25 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLA.