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Account Name : FAS-T CORP. AGENTS, INC.
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FLORIDA PROFIT CORPORATION OR P.A.
AUTO FUNDING SOLUTIONS CORP.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 6, 2001

FAS-T

SUBJECT: AUTO FUNDING SOLUTIONS CORP.
REF: W01000012856

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.

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Becky McKnight
Document Specialist
New Filing Section

FAX Aud. #: H01000071311
Letter Number: 401A00034471

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION
OF
AUTO FUNDING SOLUTIONS CORP.

ARTICLE I NAME

The name of this Corporation is AUTO FUNDING SOLUTIONS CORP.

ARTICLE II DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III PURPOSE

This Corporation may engage in any activity of business permitted under the laws of the United States of Florida.-

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue (FIVE HUNDRED) 500 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares"

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial Principal office of this Corporation is AUTO FUNDING SOLUTIONS CORP., 14891 S W 150 ST, MIAMI FL 33196. The principal place of business of the Corporation shall be 14891 S W 150 ST, MIAMI, FLORIDA 33196.-

PREPARED BY:
MARGIE CARABALLO
CARZA CORP.
15 S KROME AVE
HOMESTEAD FL 33030
PH (305)248-7878 FAX (305)245-8894

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ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have Two (2) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than Two (2). The names and address of the initial are:

NAME	ADDRESS
MANUEL GRANDA	14891 S W 150 ST MIAMI FL 33196
RAUL A CABRAL	13465 S W 90 TERR MIAMI FL 33186

ARTICLES VII LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder (s) or Director (s).

ARTICLES VIII INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X INCORPORATOR

The persons signing these articles are MANUEL GRANDA ,the address of him is 14891 S W 150 ST , MIAMI FLORIDA 33196 and RAUL A CABRAL 13465 S W 90 TERRACE , MIAMI FLORIDA 33186.-

ARTICLE XI AMENDMENT

This Corporation reserves the right to maned or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 31 day of MAY of 2001.-



MANUEL GRANDA
PRESIDENT AND OWNER



RAUL A CABRAL
PRESIDENT AND OWNER

CERTIFICATE OF DESIGNATION
REGISTERED AGENTS/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agents, in the State of Florida.

First that AUTO FUNDING SOLUTIONS CORP. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named MANUEL GRANDA at 14891 SW 150th Street MIAMI, FL 33196., State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENTS AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, WE HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENTS AND AGREE TO ACT IN THIS CAPACITY. WE FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF OUR DUTIES, AND WE ARE FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF OUR POSITION AS REGISTERED AGENTS.

Dated this MAY 31 OF 2001-


MANUEL GRANDA
Registered Agent.

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TALLAHASSEE, FLORIDA

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