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LAWRANCE B. CRAIG, III  
TIMOTHY MAZE HARTLEY  
MICHAEL J. LYNOTT  
FRANK J. SIOLI  
LAURENCE F. VALLE

REPLY TO:

P.O. BOX 56-0787  
MIAMI, FL 33256-0787

MICHAEL F. KELLEY  
MICHAEL A. VAZQUEZ

November 15, 2001

Florida Department of State  
Division of Corporations  
New Filings  
409 East Gaines Street  
Tallahassee, FL 32399

200004685472--3  
-11/16/01--01061--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: CKH Funding, Inc.

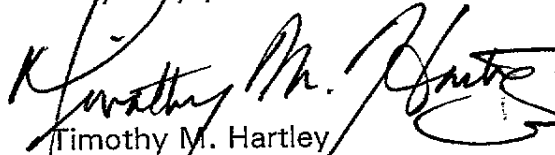
Gentlemen:

Enclosed please find the following items for incorporating CKH Funding, Inc.:

1. Articles of Incorporation of CKH Funding, Inc.
2. Consent to Serve as Registered Agent for CKH Funding, Inc.
3. Check in the amount of \$70.00 representing filing fees and registered agent designation.

Kindly forward to the undersigned a copy of the Articles of Incorporation in the enclosed, stamped, self-addressed envelope. Should you have any questions, please give us a call at (305) 373-2888.

Very truly yours,

  
Timothy M. Hartley

TMH/esv  
Encl.

FILED  
NOV 16 PM 4:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. WHITE NOV 19 2001

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ARTICLES OF INCORPORATION  
OF  
CKH FUNDING, INC.

[ONE CLASS OF STOCK]

FILED  
01 NOV 16 PM 4:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be "CKH FUNDING, INC."

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any on time is one thousand (1,000) shares. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election of directors, no shareholder shall be entitled to cumulate his or her votes in voting for the election of directors.

#### ARTICLE V

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the corporation after the issue thereof, regardless of the consideration therefor.

#### ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

#### ARTICLE VII

The Florida Control-Share Acquisition sections of the "Florida Business Corporation Act" (F.S. 607.0901 through 607.0903) shall not be applicable to this corporation.

#### ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of three (3) directors whose name and addresses is as follows:

Timothy M. Hartley  
248 Three Islands Boulevard  
#202  
Hallandale Beach, Florida 33009

ARTICLE X

The initial registered agent of the corporation is TIMOTHY M. HARTLEY. The street address of the corporation's initial registered office is: 9155 South Dadeland Boulevard, Suite 1000, Miami, Dade County, FL 33156

ARTICLE XI

The principal place of business and mailing address of this corporation shall be:

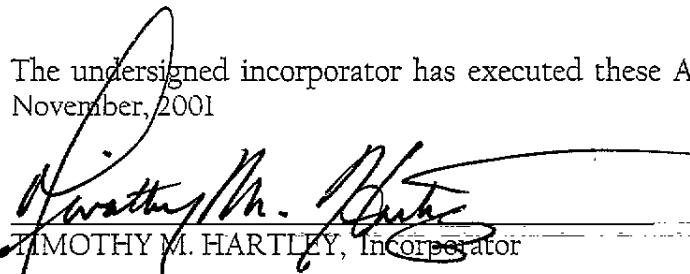
248 Three Islands Boulevard  
#202  
Hallandale Beach, Florida 33009

ARTICLE XII

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

TIMOTHY M. HARTLEY, ESQ.  
248 Three Islands Boulevard  
#202  
Hallandale Beach, Florida 33009

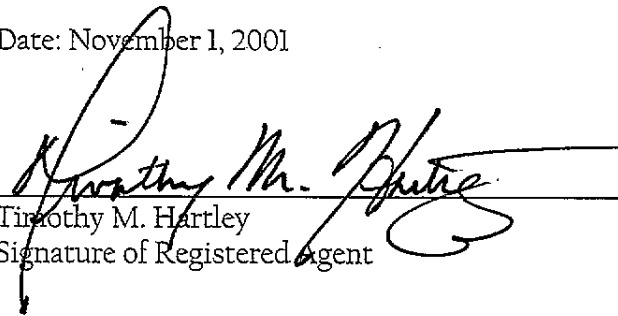
The undersigned incorporator has executed these Articles of Incorporation this 1<sup>st</sup> day of November, 2001

  
TIMOTHY M. HARTLEY, Incorporator

CONSENT TO SERVE AS REGISTERED AGENT  
FOR  
CKH FUNDING, INC.

Having been named in the state of Florida as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Date: November 1, 2001

  
Timothy M. Hartley  
Signature of Registered Agent

FILED  
01 NOV 16 PM 4:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA