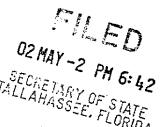
D02000.050312

TRANSMITTAL LETTER



Florida Dept of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

SUBJECT: CHASE MANHATTAN LENDING, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation, and our check in the amount of \$ 78.75.

FROM:

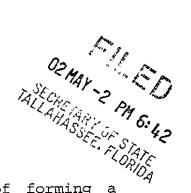
WAYNE KREISBERG 7797 N. UNIVERSITY DR, # 105 TAMARAC, FL 33321 (954) 726-2537

> 600005431966--4 -05/02/02--01081--003 ******78.75 ******78.75

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES

035/7

ARTICLES OF INCORPORATION OF CHASE MANHATTAN LENDING, INC



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

ARTICLE I - NAME

The name of the corporation shall be:

CHASE MANHATTAN LENDING, INC.

ARTICLE II - PRINCIPAL OFFICE

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

7797 N. UNIVERSITY DR, # 105 TAMARAC, FLORIDA 33321

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares.

ARTICLE IV - INITIAL REGISTERS AGENT

The name and address of the initial Registered Agent is:

WAYNE KREISBERG 7797 N. UNIVERSITY DR, # 105 TAMARAC, FLORIDA 33321

ARTICLE V - INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) to these Articles of Incorporation is (are):

NAME

TITLE

WAYNE KREISBERG PRESIDENT 7797 N. UNIVERSITY DR, # 105
TAMARAC, FL 33321

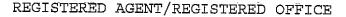
TERRI POLLOCK 7797 N. UNIVERSITY DR, # 105 TAMARAC, FL 33321 VICE PRESIDENT

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 26th day of April, 2002.

WAYNE KREISBERG

TERRÍ POLLOCK

CERTIFICATE OF DESIGNATION





Pursuant to the provisions of Sections 607.0501 of 617.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office, in the State of Florida.

1. The name of the corporation shall be:

CHASE MANHATTAN LENDING, INC.

2. The name and address of the Registered Agent and office is:

WAYNE KREISBERG 7797 N. UNIVERSITY DR, # 105 TAMARAC, FL 33321

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.

WAYNE KREISBERG APRIL 26, 2002