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Division of Corporations

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P. 1

Page 1 of 2
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02 MAY 20 PM 3: 23

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

CHAMPION GROUP FINANCIAL SERVICES, INC.

Certificate of Status	0
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MAY-20-02 MON 12:12 PM

P. 2

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SECRETARY OF STATE
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**ARTICLES OF INCORPORATION
OF
CHAMPION GROUP FINANCIAL SERVICES, INC.**

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 - NAME

The name of the corporation is: Champion Group Financial Services, Inc. (hereinafter called the "Corporation"). The Corporation is a wholly owned subsidiary of Champion Group Holdings, Inc.

ARTICLE II - PURPOSE

The Corporation is formed to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act, Chapter 607, Florida Statutes, including any amendments thereto.

ARTICLE III - PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of the Corporation is 500 East Broward Boulevard, Suite 1600, Fort Lauderdale, Florida 33394.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
<u>Authorized</u> 1,000	\$.01	COMMON VOTING

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the Corporation is 500 East Broward Boulevard, Suite 1600, Fort Lauderdale, Florida 33394. The name of the initial registered agent of the Corporation at that address is V. Ray Harlow.

ARTICLE VI - INCORPORATOR

The name and address of the sole incorporator of the Corporation is V. Ray Harlow, 500 East Broward Boulevard, Suite 1600, Fort Lauderdale, Florida 33394.

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ARTICLE VII - INITIAL DIRECTORS

The initial Board of Directors shall consist of three (3) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws. The names of the initial directors of the Corporation are: V. Ray Harlow, Steve Levenson, and Javier Ortiz. The address of the initial directors is 500 East Broward Boulevard, Suite 1600, Fort Lauderdale, Florida 33394.

ARTICLE VIII - INITIAL OFFICERS

The initial officers of this Corporation, the offices that they hold, and the street addresses of the officers is as follows:

Steve Levenson
500 East Broward Boulevard
Suite 1600
Fort Lauderdale, Florida 33394

President

Javier Ortiz
500 East Broward Boulevard
Suite 1600
Fort Lauderdale, Florida 33394

Vice President

V. Ray Harlow
500 East Broward Boulevard
Suite 1600
Fort Lauderdale, Florida 33394

Secretary & Treasurer

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has executed these Articles of Incorporation of Champion Group Financial Services, Inc. this 16th day of May, 2002.


V. RAY HARLOW, Incorporator

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CONSENT OF REGISTERED AGENT
OF
CHAMPION GROUP FINANCIAL SERVICES, INC.

THE UNDERSIGNED, V. RAY HARLOW, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATING TO PROPER AND COMPLETE PERFORMANCE OF THE UNDERSIGNED'S DUTIES AS REGISTERED AGENT, AND THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF THE POSITION OF REGISTERED AGENT.


V. RAY HARLOW, Registered Agent

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