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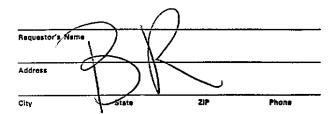
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CORPORATION(S) NAME

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STATE OF FLORIDA

ARTICLES OF INCORPORATION OF

First Federated Financial, Inc.

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The undersigned, acting as incorporator of a corporation under the Florida Corporation Act, adopt the following Articles of Incorporation in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit):

Article I Name

The name of the corporation shall be First Federated Financial, Inc.

<u> Article II – Principal Office</u>

The principal place of business/mailing address is:

440 E. Sample Road, Pompano, Florida 33060

Article III Purpose

This corporation shall engage in any lawful activity in the United States and the state of Florida.

Article IV Shares

The number of shares of stock is 100 shares of one dollar (\$1.00) par value common stock.

Article V Initial Officers/Directors and Initial Office and Address

The name(s), address(es) and title(s) of the initial officers/directors are:

Bernard J. Carrasquillo, 6420 SW 20th Court, Miramar, FL 33023

Robert Casola, 120 Cypress Club Dr. #232, Pompano Beach, FL 33060

Article VI Registered Agent

The name and Florida street address of the registered agent is:

Robert Casola, 440 E Sample Road, Pompano Beach, Florida 33060

Article VII Incorporator

The name and address of the Incorporators are:

Bernard J. Carrasquillo, 6420 SW 20th Court, Miramar, FL 33023

Robert Casola, 120 Cypress Club Dr. #232, Pompano Beach, FL 33060

Robert Felix, CPA

6791 Stirling Road

Davie, Florida 33314

Telephone: (954) 434-8656 Fax: (954) 434-0140

Article VIII By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

Article IX Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of July, 2002.

(Incorporator)

(Incorporator)

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First - First Federated Financial, Inc. desiring to organize under the laws of the State of Florida has with its principal office, as indicated in the articles of incorporation at City of Davie, County of Broward, State of Florida has named Robert Casola, located at 440 E. Sample Road, City of Pompano Beach, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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 an accept the obligation of my position as registered agent.

Signature

Registered Agent

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SECRETARY OF STATE