

LAW OFFICES
MANLEY, BACK & DUNCAN
A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 12 AM 9:22

M. DOUGLAS DUNCAN, JR.

PO2000088281

August 2, 2002

Department of State — Corporations Division
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation
SOUTH ATLANTIC LENDERS (FLORIDA), INC.

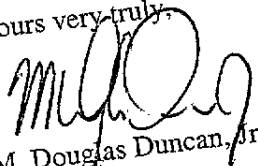
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*****70.00 *****70.00

Dear Sir/Madam:

I am enclosing an original and one copy of the Articles of Incorporation and the Registered Agent Consent for the above-named corporation, along with our \$70.00 check. Please stamp the copy and return it to us in the postage-paid return envelope

If you have any questions, I invite you to call. Many thanks for your kind assistance.

Yours very truly,


M. Douglas Duncan, Jr.

MDD/ld
Enclosures: as indicated above

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ARTICLES OF INCORPORATION
OF
SOUTH ATLANTIC LENDERS (FLORIDA), INC.

The undersigned, for the purpose of forming a corporation in compliance with Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I

The Corporation's name is *South Atlantic Lenders (Florida), Inc.*.

ARTICLE II

The principal place of business and mailing address of the Corporation is 1955 Cliff Valley Way, Suite 110, Atlanta, Georgia 30329.

ARTICLE III

The Corporation is organized for the purpose of to engage in any lawful business or activities for which Florida corporations may be organized by law.

ARTICLE IV

The Corporation is authorized to issue one thousand (1,000) shares of common stock.

ARTICLE V

The Corporation's initial Board of Directors shall consist of the following person:

M. Timothy Nunn
1955 Cliff Valley Way, Suite 110
Atlanta, Georgia 30329

The Corporation's initial officers shall be as follows:

President M. Timothy Nunn
1955 Cliff Valley Way, Suite 110
Atlanta, Georgia 30329

Secretary M. Timothy Nunn
1955 Cliff Valley Way, Suite 110
Atlanta, Georgia 30329

Treasurer

M. Timothy Nunn
1955 Cliff Valley Way, Suite 110
Atlanta, Georgia 30329

ARTICLE VI

The Corporation's registered agent is Richard Oster, whose address is Business Filings Incorporated, 1000 West Avenue, Suite 1114, Miami Beach, Florida 33139.

ARTICLE VII

The incorporator is M. Timothy Nunn, whose address is 1955 Cliff Valley Way, Suite 110, Atlanta, Georgia 30329.

ARTICLE VIII

The directors of the Corporation shall have no personal liability to the Corporation or its shareholders for monetary damages for breach of duty of care or other duty as a director.

ARTICLE VII

The Corporation elects to have pre-emptive rights, so that each shareholder shall have the right to purchase and subscribe for his or her proportionate part of any shares which may be issued at any time by the Corporation.

ARTICLE VIII

All shareholders are entitled to cumulate their votes for directors.

ARTICLE IX

An amendment to these Articles shall require approval of 75% of all votes entitled to be cast by the shareholders.

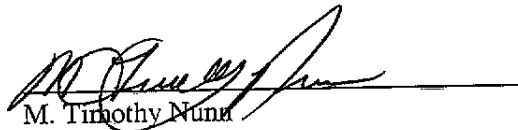
ARTICLE X

An amendment to the Bylaws shall require approval of 75% of all votes entitled to be cast by the shareholders.

ARTICLE XI

A proposal to dissolve the Corporation shall require 75% of all votes entitled to be cast by the shareholders on that proposal.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2nd day of August, 2002.


M. Timothy Nunn
Incorporator

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SOUTH ATLANTIC LENDERS (FLORIDA), INC.

REGISTERED AGENT CONSENT

I, Richard Oster, consent to serve as the registered agent on behalf
TYPE OR PRINT NAME OF REGISTERED AGENT

of the above-named corporation.

Dated: 07/30/02

ROST
SIGNATURE OF REGISTERED AGENT

Richard Oster, Vice President
TYPE OR PRINT NAME AND TITLE