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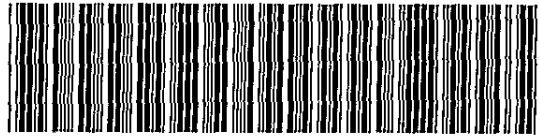
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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David A. McGregor
449 Twisting Pine Circle
Longwood, Florida 32779
Office (407) 341-5557
Fax (407) 667-8908

February 28, 2003

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: AmeriFirst Capital Group, Inc. transmittal letter

Enclosed are an original and one (1) copy of the articles of incorporation and a check made payable to the Florida Department of State for the following:

Filing Fee	35.00
Registered Agent Designation	35.00
Certified Copy	8.75
Certificate of Status	8.75
TOTAL	87.50

FROM:	
Name	David A. McGregor
Address	449 Twisting Pine Circle
City, State & Zip	Longwood, Florida 32779
Daytime Telephone number	(407) 341-5557

ARTICLES OF INCORPORATION

The undersigned, acting as incorporators of a Corporation pursuant to Chapter 607 and/or Chapter 621, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I NAME

The name of the corporation shall be **AmeriFirst Capital Group, Inc.**

ARTICLE II PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the company shall be:

David A. McGregor
449 Twisting Pine Circle
Longwood, Florida 32779

ARTICLE III PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful activities or business permitted under Chapter 607 and 621 of the Florida Statutes, the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV DURATION

The corporation has perpetual duration and succession in its corporate name and has the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, including without limitation power as specified in Chapter 607, Section 0302 of the Florida Statutes.

ARTICLE V SHARES

The number of shares of stock authorized is 1,000 common shares with a par value of \$1.00 per share.

ARTICLE VI INITIAL OFFICERS/DIRECTORS

The names, addresses and titles:

David A. McGregor, Chairman, President and CEO
449 Twisting Pine Circle
Longwood, Florida 32779

Steven H. McGregor, Ambassador at Large and member of the Board of Directors
P.O. Box 3965
USAF Academy, Colorado 80841-3965

Harry Hilton, Vice President
2618 Danielle Drive
Oviedo, Florida 32765

ARTICLE VII REGISTERED AGENT

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

David A. McGregor
449 Twisting Pine Circle
Longwood, Florida 32779

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TALLAHASSEE, FLORIDA

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator is:

David A. McGregor
449 Twisting Pine Circle
Longwood, Florida 32779

ARTICLE IX EFFECTIVE DATE

The effective date is March 1, 2003.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

David A. McGregor
Signature/Registered Agent

2-27-03
Date

David A. McGregor
Signature/Incorporator

2-27-03
Date

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TALLAHASSEE, FLORIDA