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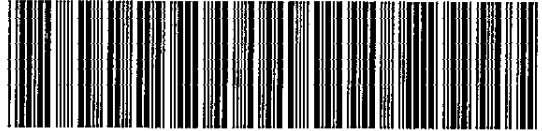
Special Instructions to Filing Officer:

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3/17/03

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DIVISION OF CORPORATION
HOLLAND

28103-30183



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03 MAR 14 AM 9:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

American Dream Lending, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
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- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: _____

SK 8/14/03 9:20
Name Date Time

Walk-In _____ Will Pick Up _____

ARTICLES OF INCORPORATION

ARTICLE I

The name of this corporation shall be:

AMERICAN DREAM LENDING, INC.

ARTICLE II

The principal office of this corporation shall be 9680 Universal Blvd., Suite 110, Orlando, Florida 32810 but this corporation may establish such other offices and branch offices within or without the State of Florida as may be necessary or as may be determined by the board of directors.

ARTICLE III

The amount of capital stock authorized by this corporation shall be 10,000 shares with a par value of \$0.001 per share.

ARTICLE IV

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V

This corporation shall be managed by a board of directors no less than 1 nor more than 9 who need not be stockholders of the corporation. The names and street addresses of the members of the first board of directors who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are:

Gary Lindsay
8026 Rural Retreat Court
Orlando, Florida 32819

Stephen W. Hoehns
9850 Pineola Drive
Orlando, Florida 32836

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ARTICLE VI

The Corporation may elect to be a S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

The shareholders of this Corporation may elect and, if elected, shall continue such election to be a S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

After this Corporation has elected to be a S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be a S Corporation, as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.

Once the Corporation has elected to be a S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE VII

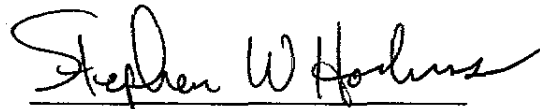
The name and street address of the incorporator is:

Stephen W. Hoehns
9850 Pineola Drive
Orlando, Florida 32836

ARTICLE VIII

Stephen W. Hoehns, located at 9850 Pineola Drive, Orlando, Florida 32836 has been named as the corporation's agent to accept service of process within this State. Said agent has accepted the request to act in this capacity.

IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal on
March 13, 2003.


Stephen W. Hoehns

STATE OF FLORIDA:
COUNTY OF ORANGE:

ON THIS DAY personally appeared before me, the undersigned officer, STEPHEN W. HOEHNS, personally known to me to be the individual described in or produced FLA Dr. Lic. as identification. and who executed the foregoing, who did not take an oath but acknowledged executing the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on March 13, 2003.

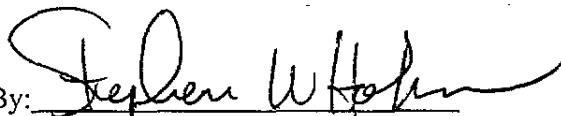


THOMAS Y. INFANTINO II
Notary Public, State of Florida
My comm. exp. Oct. 2, 2004
Comm. No. CC 971744

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

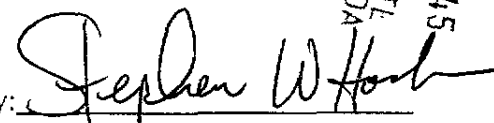
Pursuant to Chapter 48.091, Florida Statutes, the corporation submits:

That, AMERICAN DREAM LENDING, INC., a corporation organized under the laws of the State of Florida, has named Stephen W. Hoehns, 9850 Pineola Drive, Orlando, Florida 32836, County of Orange, State of Florida, as its agent to accept service of process within this state.

By: 
Stephen W. Hoehns, Incorporator

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By: 
Stephen W. Hoehns
Resident Agent

03 APR 17 AM 9:45
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TALLAHASSEE FLORIDA
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