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From:
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FLORIDA PROFIT CORPORATION OR P.A.

LEABANKER, INC.

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ARTICLES OF INCORPORATION
OF
LEABANKER., INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED (S) INCORPORATOR(S) AND SUBSCRIBER (S) TO THESE ARTICLES OF INCORPORATION ADOPTS THESE ARTICLES TO FORM A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, CHAPTER 607, FLORIDA STATUTES, AND OTHER LAWS OF THE STATE OF FLORIDA

ARTICLE I: NAME

THE NAME OF THE CORPORATION IS LEABANKER, INC.

ARTICLE II: PRINCIPAL OFFICE

THE MAILING ADDRESS OF THIS CORPORATION SHALL BE:

3211 PONCE DE LEON BOULEVARD SUITE 204
CORAL GABLES, FLORIDA 33134

ARTICLE III: PURPOSE

THIS CORPORATION MAY ENGAGE IN THE TRANSACTION OF ANY OR ALL LAWFUL BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES OF AMERICA AND THE FLORIDA GENERAL CORPORATION ACT.

ARTICLE IV: CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 100 SHARES OF COMMON STOCK HAVING A NOMINAL OR PAR VALUE OF \$1.00 PER SHARE.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 44 W. FLAGLER ST. COURTHOUSE TOWER P.H. MIAMI, FLORIDA 33130, AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS HECTOR EFRAIN LEANEZ.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

THE CORPORATION SHALL INITIALLY HAVE ONE (1) DIRECTOR TO HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING OF STOCKHOLDERS AND HIS SUCCESSOR SHALL HAVE BEEN DULY ELECTED AND QUALIFIED, OR UNTIL HIS EARLIER RESIGNATION, REMOVAL, FROM OFFICE OR DEATH THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME TO TIME IN ACCORDANCE WITH THE BY-LAWS OF THE CORPORATION THE NAME AND ADDRESS OF THE INITIAL DIRECTORS ARE:

YOHIMA DEL CORRAL
4080 SW 84 AV
MIAMI, FL 33155
305-4859300

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PRESIDENT/SECRETARY: HECTOR EFRAIN LEANEZ
3211 PONCE DE LEON BOULEVARD SUITE 204
CORAL GABLES, FLORIDA 33134

ARTICLE VII: INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR SIGNING THESE ARTICLES
IS:

HECTOR EFRAIN LEANEZ
3211 PONCE DE LEON BOULEVARD SUITE 204
CORAL GABLES, FLORIDA 33134

ARTICLE VIII: PRE-EMPTIVE RIGHTS

EVERY SHAREHOLDER UPON SALE FOR CASH OF ANY NEW STOCK OF THE
CORPORATION SHALL HAVE THE RIGHT TO PURCHASE HIS PRORATA SHARE
THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL
SHARES) AT THE PRICE AT WHICH IT OFFERED TO OTHERS.

ARTICLE IX: INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICERS OR DIRECTOR, OR
ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY
LAW.

ARTICLE X: AMENDMENTS.

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER
PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF
DIRECTORS, PROPOSED BY IT TO THE STOCKHOLDERS AND APPROVED AT THE
STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE
THEREON, UNLESS ALL THE DIRECTORS AND ALL THE STOCKHOLDERS SIGN A
WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN
AMENDMENT OF THESE ARTICLES OF THE INCORPORATION BE MADE.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED
THESE ARTICLES OF INCORPORATION OF THE DATE OF SIGNING.

DATED: *April 16, 03*

BY HECTOR EFRAIN LEANEZ

[Signature]

INCORPORATOR

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CERTIFICATE DESIGNATING PLACE OF BUSINESS ARE DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 307.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT LEABANKER, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED HECTOR EFRAIN LEANEZ, ADDRESSED AT 3211 PONCE DE LEON BOULEVARD SUITE 204 CORAL GABLES, FLORIDA 33134, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

DATED: April 16, 03

HECTOR EFRAIN LEANEZ
INCORPORATOR

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATED, I HEREBY AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

DATED: April 16, 03
BY HECTOR E. LEANEZ

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